

VOTE SUMMARY REPORT

REPORTING PERIOD: 04/01/2024 to 03/31/2025

LOCATION(S): ALL LOCATIONS

INSTITUTION ACCOUNT(S): ALL INSTITUTION ACCOUNTS

Jiangsu Yanghe Brewery Joint-Stock Co., Ltd.

Meeting Date: 04/02/2024 **Country:** China **Ticker:** 002304
Record Date: 03/28/2024 **Meeting Type:** Special
Primary Security ID: Y444AE101

Shares Voted: 3,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	ELECT NON-INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt			
1.1	Elect Zhang Liandong as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Liandong Zhang, Lingxiao Mao, and Yao Nie is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Zhong Yu as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Liandong Zhang, Lingxiao Mao, and Yao Nie is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Yang Weiguo as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Liandong Zhang, Lingxiao Mao, and Yao Nie is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Wang Kai as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Liandong Zhang, Lingxiao Mao, and Yao Nie is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Chen Jun as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Liandong Zhang, Lingxiao Mao, and Yao Nie is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Zheng Bujun as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Liandong Zhang, Lingxiao Mao, and Yao Nie is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Dai Jianbing as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Liandong Zhang, Lingxiao Mao, and Yao Nie is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
	ELECT INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt			
2.1	Elect Nie Yao as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Liandong Zhang, Lingxiao Mao, and Yao Nie is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2.2	Elect Lu Guoping as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Liandong Zhang, Lingxiao Mao, and Yao Nie is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Jiangsu Yanghe Brewery Joint-Stock Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.3	Elect Mao Lingxiao as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Liandong Zhang, Lingxiao Mao, and Yao Nie is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2.4	Elect Hong Jinming as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Liandong Zhang, Lingxiao Mao, and Yao Nie is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
	ELECT SUPERVISORS VIA CUMULATIVE VOTING	Mgmt			
3.1	Elect Lin Qing as Supervisor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
3.2	Elect Xu Youheng as Supervisor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
3.3	Elect Ma Wenxiang as Supervisor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				

Juniper Networks, Inc.

Meeting Date: 04/02/2024

Country: USA

Ticker: JNPR

Record Date: 02/23/2024

Meeting Type: Special

Primary Security ID: 48203R104

Shares Voted: 34,942

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Merger Agreement	Mgmt	For	For	For
	<i>Voting Policy Rationale: Shareholders are receiving a meaningful premium to the unaffected date price and JNPR's 52-week high, there is a potential downside risk of non-approval, and the cash consideration provides shareholders with certainty of value. As such, support FOR the proposed transaction is warranted.</i>				
2	Advisory Vote on Golden Parachutes	Mgmt	For	For	For
	<i>Voting Policy Rationale: Support for the golden parachute proposal is warranted. Cash severance is double trigger and reasonably based, no excise tax gross-ups are payable, and a majority of the outstanding equity will only vest upon a qualifying termination.</i>				
3	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i>				
4	Adjourn Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this agenda item is warranted as the underlying transaction warrants support.</i>				

Meeting Date: 04/03/2024

Country: Canada

Ticker: FSV

Record Date: 03/01/2024

Meeting Type: Annual

Primary Security ID: 33767E202

Shares Voted: 1,735

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1A	Elect Director Yousry Bissada	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Steve Grimshaw, Frederick Reichheld and Erin Wallace for lack of diversity on the board. Vote FOR the remaining director nominees.</i>				
1B	Elect Director Elizabeth Carducci	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Steve Grimshaw, Frederick Reichheld and Erin Wallace for lack of diversity on the board. Vote FOR the remaining director nominees.</i>				
1C	Elect Director Steve H. Grimshaw	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Steve Grimshaw, Frederick Reichheld and Erin Wallace for lack of diversity on the board. Vote FOR the remaining director nominees.</i>				
1D	Elect Director Jay S. Hennick	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Steve Grimshaw, Frederick Reichheld and Erin Wallace for lack of diversity on the board. Vote FOR the remaining director nominees.</i>				
1E	Elect Director D. Scott Patterson	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Steve Grimshaw, Frederick Reichheld and Erin Wallace for lack of diversity on the board. Vote FOR the remaining director nominees.</i>				
1F	Elect Director Frederick F. Reichheld	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Steve Grimshaw, Frederick Reichheld and Erin Wallace for lack of diversity on the board. Vote FOR the remaining director nominees.</i>				
1G	Elect Director Joan Eloise Sproul	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Steve Grimshaw, Frederick Reichheld and Erin Wallace for lack of diversity on the board. Vote FOR the remaining director nominees.</i>				
1H	Elect Director Erin J. Wallace	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Steve Grimshaw, Frederick Reichheld and Erin Wallace for lack of diversity on the board. Vote FOR the remaining director nominees.</i>				
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 20.84 percent of the total audit fees paid to the auditor are attributable to non-audit fees.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR this non-binding advisory vote as there are no significant issues at this time.</i>				

Meeting Date: 04/03/2024

Country: Finland

Ticker: NOKIA

Record Date: 03/20/2024

Meeting Type: Annual

Primary Security ID: X61873133

Shares Voted: 18,422

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Open Meeting	Mgmt			
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
2	Call the Meeting to Order	Mgmt			
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
3	Designate Inspector or Shareholder Representative(s) of Minutes of Meeting	Mgmt			
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
4	Acknowledge Proper Convening of Meeting	Mgmt			
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
5	Prepare and Approve List of Shareholders	Mgmt			
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
6	Receive Financial Statements and Statutory Reports	Mgmt			
	<i>Voting Policy Rationale: This is a routine, non-voting item.</i>				
7	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the approval of the annual accounts is warranted due to a lack of concern regarding the accounts presented or audit procedures used.</i>				
8	Approve Allocation of Income and Dividends of EUR 0.13 Per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted, however, it should be noted that the proposed dividend exceeds earnings and thus the company will draw from reserves to pay out the dividend this year.</i>				
9	Approve Discharge of Board and President	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as there is no evidence that the board or management have not fulfilled their fiduciary duties.</i>				
10	Approve Remuneration Report (Advisory Vote)	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed remuneration report is well described and does not contravene good European executive remuneration practice.</i>				
11	Approve Remuneration Policy And Other Terms of Employment For Executive Management	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed remuneration policy is well described and does not contravene good European executive remuneration practice. However, concerns are noted due to the discretionary mandate to grant sign-on awards. As such, the support is QUALIFIED.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
12	Approve Remuneration of Directors in the Amount of EUR 440,000 to Chair, EUR 210,000 to Vice Chair and EUR 185,000 to Other Directors; Approve Remuneration for Committee Work; Approve Meeting Fees	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration proposal is warranted because: * The fees remain unchanged compared to last year, as such, the standard deviation has decreased compared to what was observed during the last AGM (2023). * The comparably high fees are partly mitigated by the fact that 40 percent of the fees are paid in shares, combined with the holding requirement which states that the directors shall retain until the end of their directorship such number of shares that corresponds to the number of shares they have received as board remuneration during their first three years of service in the board. However, the vote is QUALIFIED as the proposed board fees deviate significantly from Finnish large caps.</i>				
13	Fix Number of Directors at Ten	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because of a lack of controversy concerning the size of the board.</i>				
14.1	Reelect Timo Ahopelto as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all candidates (Item 14.1-14.10) is warranted due to a lack of concern regarding the composition of the board or its committees.</i>				
14.2	Reelect Sari Baldauf (Chair) as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all candidates (Item 14.1-14.10) is warranted due to a lack of concern regarding the composition of the board or its committees.</i>				
14.3	Reelect Elizabeth Crain as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all candidates (Item 14.1-14.10) is warranted due to a lack of concern regarding the composition of the board or its committees.</i>				
14.4	Reelect Thomas Dannenfeldt as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all candidates (Item 14.1-14.10) is warranted due to a lack of concern regarding the composition of the board or its committees.</i>				
14.5	Reelect Lisa Hook as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all candidates (Item 14.1-14.10) is warranted due to a lack of concern regarding the composition of the board or its committees.</i>				
14.6	Elect Michael McNamara as New Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all candidates (Item 14.1-14.10) is warranted due to a lack of concern regarding the composition of the board or its committees.</i>				
14.7	Reelect Thomas Saueressig as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all candidates (Item 14.1-14.10) is warranted due to a lack of concern regarding the composition of the board or its committees.</i>				
14.8	Reelect Soren Skou (Vice Chair) as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all candidates (Item 14.1-14.10) is warranted due to a lack of concern regarding the composition of the board or its committees.</i>				
14.9	Reelect Carla Smits-Nusteling as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all candidates (Item 14.1-14.10) is warranted due to a lack of concern regarding the composition of the board or its committees.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
14.10	Reelect Kai Oistamo as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all candidates (Item 14.1-14.10) is warranted due to a lack of concern regarding the composition of the board or its committees.</i>				
15	Approve Remuneration of Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
16	Ratify Deloitte as Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
17	Approve Authorized Sustainability Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
18	Ratify Deloitte as Authorized Sustainability Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
19	Authorize Share Repurchase Program	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal to repurchase company shares is warranted, as the proposal includes acceptable holding, volume, and duration limits.</i>				
20	Approve Issuance of up to 530 Million Shares without Preemptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this issuance authorization is warranted because the potential share capital increase is not excessive.</i>				
21.1	Amend Corporate Purpose	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposed change of corporate purpose because it is deemed neutral in terms of shareholder rights.</i>				
21.2	Amend Articles Re: Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because the proposed changes are meant to bring the company in line with legislative updates.</i>				
21.3	Amend Articles Re: General Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted the company has made some commitments to only utilize virtual-only meetings under extraordinary circumstances. Additionally, support for virtual-only general meetings is warranted because shareholders' participation rights would be protected (in line with Finnish law). However, the vote is QUALIFIED since these commitments are not reflected in the actual wording of the articles of association.</i>				
21.4	Amend Articles Re: Matters to be considered at the Annual General Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because the proposed changes are neutral in terms of shareholder value and rights.</i>				
22	Close Meeting	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting formality.</i>				

The Walt Disney Company

Meeting Date: 04/03/2024

Country: USA

Ticker: DIS

Record Date: 02/05/2024

Meeting Type: Proxy Contest

Primary Security ID: 254687106

Shares Voted: 16,365

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Management Universal Proxy (White Proxy Card)	Mgmt			
	From the Combined List of Management & Dissident Nominees - Elect 12 Directors	Mgmt			
1A	Elect Management Nominee Director Mary T. Barra	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1B	Elect Management Nominee Director Safra A. Catz	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1C	Elect Management Nominee Director Amy L. Chang	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1D	Elect Management Nominee Director D. Jeremy Darroch	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1E	Elect Management Nominee Director Carolyn N. Everson	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1F	Elect Management Nominee Director Michael B.G. Froman	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1G	Elect Management Nominee Director James P. Gorman	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1H	Elect Management Nominee Director Robert A. Iger	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1I	Elect Management Nominee Director Maria Elena Lagomasino	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1J	Elect Management Nominee Director Calvin R. McDonald	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1K	Elect Management Nominee Director Mark G. Parker	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				

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Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1L	Elect Management Nominee Director Derica W. Rice	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1M	Elect Dissident Nominee Director Nelson Peltz	SH	Withhold	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1N	Elect Dissident Nominee Director James ("Jay") A. Rasulo	SH	Withhold	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1O	Elect Dissident Nominee Director Craig Hatkoff	SH	Withhold	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1P	Elect Dissident Nominee Director Jessica Schell	SH	Withhold	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1Q	Elect Dissident Nominee Director Leah Solivan	SH	Withhold	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
5	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
6	Report on Congruency of Political Spending with Company Values and Priorities	SH	Against	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
7	Report on Gender-Based Compensation and Benefits Inequities	SH	Against	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
8	Report on Charitable Contributions	SH	Against	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				

The Walt Disney Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
9	Repeal Any Bylaw Provisions Adopted by the Board Without Shareholder Approval Subsequent to November 30, 2023	SH	Against	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
10	Advisory Vote on Board Size and Related Vacancies	SH	Against	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
	Dissident Universal Proxy (Blue Proxy Card) by TRIAN GROUP	Mgmt			
	From the Combined List of Management & Dissident Nominees - Elect 12 Directors	Mgmt			
1.1	Elect Dissident Nominee Director Nelson Peltz	SH	For	For	For
	<i>Voting Policy Rationale: Shareholders are recommended to vote FOR Nelson Peltz on Trian's proxy card, and WITHHOLD votes from Trian nominee Jay Rasulo, Blackwells nominees Craig Hatkoff, Jessica Schell, and Leah Solivan, and WITHHOLD votes from management nominee Maria Elena Lagomasino. A vote FOR management nominees Mark Parker, Robert Iger, Mary Barra, Safra Catz, Amy Chang, Carolyn Everson, Michael Froman, Calvin McDonald, Derica Rice, David Jeremy Darroch and James Gorman is warranted.</i>				
1.2	Elect Dissident Nominee Director James ("Jay") A. Rasulo	SH	For	Withhold	Withhold
	<i>Voting Policy Rationale: Shareholders are recommended to vote FOR Nelson Peltz on Trian's proxy card, and WITHHOLD votes from Trian nominee Jay Rasulo, Blackwells nominees Craig Hatkoff, Jessica Schell, and Leah Solivan, and WITHHOLD votes from management nominee Maria Elena Lagomasino. A vote FOR management nominees Mark Parker, Robert Iger, Mary Barra, Safra Catz, Amy Chang, Carolyn Everson, Michael Froman, Calvin McDonald, Derica Rice, David Jeremy Darroch and James Gorman is warranted.</i>				
	OPPOSED COMPANY NOMINEES	Mgmt			
1.1	Elect Management Nominee Director Michael B.G. Froman	Mgmt	Withhold	For	For
	<i>Voting Policy Rationale: Shareholders are recommended to vote FOR Nelson Peltz on Trian's proxy card, and WITHHOLD votes from Trian nominee Jay Rasulo, Blackwells nominees Craig Hatkoff, Jessica Schell, and Leah Solivan, and WITHHOLD votes from management nominee Maria Elena Lagomasino. A vote FOR management nominees Mark Parker, Robert Iger, Mary Barra, Safra Catz, Amy Chang, Carolyn Everson, Michael Froman, Calvin McDonald, Derica Rice, David Jeremy Darroch and James Gorman is warranted.</i>				
1.2	Elect Management Nominee Director Maria Elena Lagomasino	Mgmt	Withhold	Withhold	Withhold
	<i>Voting Policy Rationale: Shareholders are recommended to vote FOR Nelson Peltz on Trian's proxy card, and WITHHOLD votes from Trian nominee Jay Rasulo, Blackwells nominees Craig Hatkoff, Jessica Schell, and Leah Solivan, and WITHHOLD votes from management nominee Maria Elena Lagomasino. A vote FOR management nominees Mark Parker, Robert Iger, Mary Barra, Safra Catz, Amy Chang, Carolyn Everson, Michael Froman, Calvin McDonald, Derica Rice, David Jeremy Darroch and James Gorman is warranted.</i>				
	ACCEPTABLE COMPANY NOMINEES	Mgmt			

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Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Management Nominee Director Mary T. Barra	Mgmt	None	For	For
<p><i>Voting Policy Rationale: Shareholders are recommended to vote FOR Nelson Peltz on Trian's proxy card, and WITHHOLD votes from Trian nominee Jay Rasulo, Blackwells nominees Craig Hatkoff, Jessica Schell, and Leah Solivan, and WITHHOLD votes from management nominee Maria Elena Lagomasino. A vote FOR management nominees Mark Parker, Robert Iger, Mary Barra, Safra Catz, Amy Chang, Carolyn Everson, Michael Froman, Calvin McDonald, Derica Rice, David Jeremy Darroch and James Gorman is warranted.</i></p>					
1.2	Elect Management Nominee Director Safra A. Catz	Mgmt	None	For	For
<p><i>Voting Policy Rationale: Shareholders are recommended to vote FOR Nelson Peltz on Trian's proxy card, and WITHHOLD votes from Trian nominee Jay Rasulo, Blackwells nominees Craig Hatkoff, Jessica Schell, and Leah Solivan, and WITHHOLD votes from management nominee Maria Elena Lagomasino. A vote FOR management nominees Mark Parker, Robert Iger, Mary Barra, Safra Catz, Amy Chang, Carolyn Everson, Michael Froman, Calvin McDonald, Derica Rice, David Jeremy Darroch and James Gorman is warranted.</i></p>					
1.3	Elect Management Nominee Director Amy L. Chang	Mgmt	None	For	For
<p><i>Voting Policy Rationale: Shareholders are recommended to vote FOR Nelson Peltz on Trian's proxy card, and WITHHOLD votes from Trian nominee Jay Rasulo, Blackwells nominees Craig Hatkoff, Jessica Schell, and Leah Solivan, and WITHHOLD votes from management nominee Maria Elena Lagomasino. A vote FOR management nominees Mark Parker, Robert Iger, Mary Barra, Safra Catz, Amy Chang, Carolyn Everson, Michael Froman, Calvin McDonald, Derica Rice, David Jeremy Darroch and James Gorman is warranted.</i></p>					
1.4	Elect Management Nominee Director D. Jeremy Darroch	Mgmt	None	For	For
<p><i>Voting Policy Rationale: Shareholders are recommended to vote FOR Nelson Peltz on Trian's proxy card, and WITHHOLD votes from Trian nominee Jay Rasulo, Blackwells nominees Craig Hatkoff, Jessica Schell, and Leah Solivan, and WITHHOLD votes from management nominee Maria Elena Lagomasino. A vote FOR management nominees Mark Parker, Robert Iger, Mary Barra, Safra Catz, Amy Chang, Carolyn Everson, Michael Froman, Calvin McDonald, Derica Rice, David Jeremy Darroch and James Gorman is warranted.</i></p>					
1.5	Elect Management Nominee Director Carolyn N. Everson	Mgmt	None	For	For
<p><i>Voting Policy Rationale: Shareholders are recommended to vote FOR Nelson Peltz on Trian's proxy card, and WITHHOLD votes from Trian nominee Jay Rasulo, Blackwells nominees Craig Hatkoff, Jessica Schell, and Leah Solivan, and WITHHOLD votes from management nominee Maria Elena Lagomasino. A vote FOR management nominees Mark Parker, Robert Iger, Mary Barra, Safra Catz, Amy Chang, Carolyn Everson, Michael Froman, Calvin McDonald, Derica Rice, David Jeremy Darroch and James Gorman is warranted.</i></p>					
1.6	Elect Management Nominee Director James P. Gorman	Mgmt	None	For	For
<p><i>Voting Policy Rationale: Shareholders are recommended to vote FOR Nelson Peltz on Trian's proxy card, and WITHHOLD votes from Trian nominee Jay Rasulo, Blackwells nominees Craig Hatkoff, Jessica Schell, and Leah Solivan, and WITHHOLD votes from management nominee Maria Elena Lagomasino. A vote FOR management nominees Mark Parker, Robert Iger, Mary Barra, Safra Catz, Amy Chang, Carolyn Everson, Michael Froman, Calvin McDonald, Derica Rice, David Jeremy Darroch and James Gorman is warranted.</i></p>					
1.7	Elect Management Nominee Director Robert A. Iger	Mgmt	None	For	For
<p><i>Voting Policy Rationale: Shareholders are recommended to vote FOR Nelson Peltz on Trian's proxy card, and WITHHOLD votes from Trian nominee Jay Rasulo, Blackwells nominees Craig Hatkoff, Jessica Schell, and Leah Solivan, and WITHHOLD votes from management nominee Maria Elena Lagomasino. A vote FOR management nominees Mark Parker, Robert Iger, Mary Barra, Safra Catz, Amy Chang, Carolyn Everson, Michael Froman, Calvin McDonald, Derica Rice, David Jeremy Darroch and James Gorman is warranted.</i></p>					

The Walt Disney Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.8	Elect Management Nominee Director Calvin R. McDonald	Mgmt	None	For	For
<p><i>Voting Policy Rationale: Shareholders are recommended to vote FOR Nelson Peltz on Trian's proxy card, and WITHHOLD votes from Trian nominee Jay Rasulo, Blackwells nominees Craig Hatkoff, Jessica Schell, and Leah Solivan, and WITHHOLD votes from management nominee Maria Elena Lagomasino. A vote FOR management nominees Mark Parker, Robert Iger, Mary Barra, Safra Catz, Amy Chang, Carolyn Everson, Michael Froman, Calvin McDonald, Derica Rice, David Jeremy Darroch and James Gorman is warranted.</i></p>					
1.9	Elect Management Nominee Director Mark G. Parker	Mgmt	None	For	For
<p><i>Voting Policy Rationale: Shareholders are recommended to vote FOR Nelson Peltz on Trian's proxy card, and WITHHOLD votes from Trian nominee Jay Rasulo, Blackwells nominees Craig Hatkoff, Jessica Schell, and Leah Solivan, and WITHHOLD votes from management nominee Maria Elena Lagomasino. A vote FOR management nominees Mark Parker, Robert Iger, Mary Barra, Safra Catz, Amy Chang, Carolyn Everson, Michael Froman, Calvin McDonald, Derica Rice, David Jeremy Darroch and James Gorman is warranted.</i></p>					
1.10	Elect Management Nominee Director Derica W. Rice	Mgmt	None	For	For
<p><i>Voting Policy Rationale: Shareholders are recommended to vote FOR Nelson Peltz on Trian's proxy card, and WITHHOLD votes from Trian nominee Jay Rasulo, Blackwells nominees Craig Hatkoff, Jessica Schell, and Leah Solivan, and WITHHOLD votes from management nominee Maria Elena Lagomasino. A vote FOR management nominees Mark Parker, Robert Iger, Mary Barra, Safra Catz, Amy Chang, Carolyn Everson, Michael Froman, Calvin McDonald, Derica Rice, David Jeremy Darroch and James Gorman is warranted.</i></p>					
BLACKWELLS NOMINEES		Mgmt			
1.1	Elect Dissident Nominee Director Craig Hatkoff	SH	Withhold	Withhold	Withhold
<p><i>Voting Policy Rationale: Shareholders are recommended to vote FOR Nelson Peltz on Trian's proxy card, and WITHHOLD votes from Trian nominee Jay Rasulo, Blackwells nominees Craig Hatkoff, Jessica Schell, and Leah Solivan, and WITHHOLD votes from management nominee Maria Elena Lagomasino. A vote FOR management nominees Mark Parker, Robert Iger, Mary Barra, Safra Catz, Amy Chang, Carolyn Everson, Michael Froman, Calvin McDonald, Derica Rice, David Jeremy Darroch and James Gorman is warranted.</i></p>					
1.2	Elect Dissident Nominee Director Jessica Schell	SH	Withhold	Withhold	Withhold
<p><i>Voting Policy Rationale: Shareholders are recommended to vote FOR Nelson Peltz on Trian's proxy card, and WITHHOLD votes from Trian nominee Jay Rasulo, Blackwells nominees Craig Hatkoff, Jessica Schell, and Leah Solivan, and WITHHOLD votes from management nominee Maria Elena Lagomasino. A vote FOR management nominees Mark Parker, Robert Iger, Mary Barra, Safra Catz, Amy Chang, Carolyn Everson, Michael Froman, Calvin McDonald, Derica Rice, David Jeremy Darroch and James Gorman is warranted.</i></p>					
1.3	Elect Dissident Nominee Director Leah Solivan	SH	Withhold	Withhold	Withhold
<p><i>Voting Policy Rationale: Shareholders are recommended to vote FOR Nelson Peltz on Trian's proxy card, and WITHHOLD votes from Trian nominee Jay Rasulo, Blackwells nominees Craig Hatkoff, Jessica Schell, and Leah Solivan, and WITHHOLD votes from management nominee Maria Elena Lagomasino. A vote FOR management nominees Mark Parker, Robert Iger, Mary Barra, Safra Catz, Amy Chang, Carolyn Everson, Michael Froman, Calvin McDonald, Derica Rice, David Jeremy Darroch and James Gorman is warranted.</i></p>					
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 9.1 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					

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Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	Against	For	For
	<i>Voting Policy Rationale: A vote FOR the proposal is warranted. Pay and performance were reasonably aligned for the year in review and incentive programs were largely performance-based. Specifically, annual bonuses are largely based on pre-set objective metrics, while financial metrics appear to utilize rigorous target setting. In addition, a majority of the CEO's equity grant, and half of the equity grant for other NEOs, consisted of performance-conditioned equity with multi-year goals. However, though the company provides a rationale in the proxy statement, some concerns are raised by CEO Iger's perquisite values, which were relatively large in in FY23.</i>				
4	Amend Omnibus Stock Plan	Mgmt	None	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
5	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	None	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. The company has a policy which limits cash severance to a reasonable basis absent shareholder approval, and no significant concerns are identified with respect to the company's severance program.</i>				
6	Report on Congruency of Political Spending with Company Values and Priorities	SH	None	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted, as a report on the company's alignment of political expenditures with stated values would enable shareholders to have a more comprehensive understanding of how the company overseas and manages risks related to its political partnerships.</i>				
7	Report on Gender-Based Compensation and Benefits Inequities	SH	None	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted, as the company appears to provide sufficient information for investors to be able to determine how the company is managing pay equity and health and wellness benefits related risks.</i>				
8	Report on Charitable Contributions	SH	None	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because the company provides sufficient information regarding its charitable contributions, and absent self-dealing or gross negligence, management should be afforded discretion in determining the company's charitable giving strategy.</i>				
9	Repeal Any Bylaw Provisions Adopted by the Board Without Shareholder Approval Subsequent to November 30, 2023	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given support for the underlying dissident case for change, and the fact that there seems to be little downside risk to shareholders in approving this specific request.</i>				
10	Advisory Vote on Board Size and Related Vacancies	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted as it would allow the board to re-appoint any incumbent directors potentially replaced by dissident nominees.</i>				
	Dissident Universal Proxy (Green Proxy Card) by BLACKWELLS	Mgmt			
	From the Combined List of Management & Dissident Nominees - Elect 12 Directors	Mgmt			
1a	Elect Dissident Nominee Director Craig Hatkoff	SH	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				

The Walt Disney Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1b	Elect Dissident Nominee Director Jessica Schell	SH	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1c	Elect Dissident Nominee Director Leah Solivan	SH	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
	COMPANY NOMINEES	Mgmt			
1d	Elect Management Nominee Director Mary T. Barra	Mgmt	Withhold	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1e	Elect Management Nominee Director Safra A. Catz	Mgmt	Withhold	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1f	Elect Management Nominee Director Amy L. Chang	Mgmt	Withhold	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1g	Elect Management Nominee Director D. Jeremy Darroch	Mgmt	Withhold	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1h	Elect Management Nominee Director Carolyn N. Everson	Mgmt	Withhold	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1i	Elect Management Nominee Director Michael B.G. Froman	Mgmt	Withhold	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1j	Elect Management Nominee Director James P. Gorman	Mgmt	Withhold	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1k	Elect Management Nominee Director Robert A. Iger	Mgmt	Withhold	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1l	Elect Management Nominee Director Maria Elena Lagomasino	Mgmt	Withhold	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1m	Elect Management Nominee Director Calvin R. McDonald	Mgmt	Withhold	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1n	Elect Management Nominee Director Mark G. Parker	Mgmt	Withhold	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1o	Elect Management Nominee Director Derica W. Rice	Mgmt	Withhold	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
	THE TRIAN GROUP NOMINEES	Mgmt			

The Walt Disney Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1p	Elect Dissident Nominee Director Nelson Peltz	SH	Withhold	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1q	Elect Dissident Nominee Director James ("Jay") A. Rasulo	SH	Withhold	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
5	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	None	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
6	Report on Congruency of Political Spending with Company Values and Priorities	SH	None	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
7	Report on Gender-Based Compensation and Benefits Inequities	SH	None	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
8	Report on Charitable Contributions	SH	None	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
9	Repeal Any Bylaw Provisions Adopted by the Board Without Shareholder Approval Subsequent to November 30, 2023	SH	None	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
10	Advisory Vote on Board Size and Related Vacancies	SH	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				

EDP Renovaveis SA

Meeting Date: 04/04/2024

Country: Spain

Ticker: EDPR

Record Date: 03/26/2024

Meeting Type: Annual

Primary Security ID: E3847K101

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Consolidated and Standalone Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted due to a lack of concern regarding the accounts presented or audit procedures used.</i>				
2	Approve Treatment of Net Loss	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed treatment of net loss is standard.</i>				
3	Approve Scrip Dividends	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed scrip dividends have a cash option attached while it does not jeopardize the company's financial position.</i>				
4	Approve Consolidated and Standalone Management Reports, Corporate Governance Report and Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A qualified vote FOR is warranted because the company reports variable payouts with a one-year lag. The main reasons for support are: * Past payouts and pay opportunities are unproblematic. * No other material concerns have been identified in the proposed reports.</i>				
5	Approve Non-Financial Information Statement	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted due to a lack of specific concern about the non-financial information reported by the company.</i>				
6	Appraise Management of Company and Approve Vote of Confidence to Board of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted as there is no evidence that the board or the management have not fulfilled their fiduciary duties.</i>				
7	Renew Appointment of PricewaterhouseCoopers as Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
8.A	Acknowledge Resignation of Vera de Morais Pinto Pereira Carneiro as Director	Mgmt			
	<i>Voting Policy Rationale: No vote is required for these Items.</i>				
8.B	Acknowledge Resignation of Ana Paula Garrido de Pina Marques as Director	Mgmt			
	<i>Voting Policy Rationale: No vote is required for these Items.</i>				
8.C	Acknowledge Resignation of Acacio Liberado Mota Piloto as Director	Mgmt			
	<i>Voting Policy Rationale: No vote is required for these Items.</i>				
8.D	Fix Number of Directors at 9	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted due to a lack of concerns with the resignations and the proposed board size.</i>				

EDP Renovaveis SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8.E	Reelect Miguel Stilwell de Andrade as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the election of Antonio Sarmento Gomes Mota is warranted because he is the chairman of the nomination and remuneration committee, and the board does not meet the 40 percent diversity threshold applicable to this market. A vote AGAINST incumbent nomination committee members Antonio Sarmento Gomes Mota, Rosa Maria Garcia Garcia and Jose Manuel Felix Morgado is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
8.F	Reelect Rui Manuel Rodrigues Lopes Teixeira as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the election of Antonio Sarmento Gomes Mota is warranted because he is the chairman of the nomination and remuneration committee, and the board does not meet the 40 percent diversity threshold applicable to this market. A vote AGAINST incumbent nomination committee members Antonio Sarmento Gomes Mota, Rosa Maria Garcia Garcia and Jose Manuel Felix Morgado is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
8.G	Reelect Manuel Menendez Menendez as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the election of Antonio Sarmento Gomes Mota is warranted because he is the chairman of the nomination and remuneration committee, and the board does not meet the 40 percent diversity threshold applicable to this market. A vote AGAINST incumbent nomination committee members Antonio Sarmento Gomes Mota, Rosa Maria Garcia Garcia and Jose Manuel Felix Morgado is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
8.H	Reelect Antonio Sarmento Gomes Mota as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the election of Antonio Sarmento Gomes Mota is warranted because he is the chairman of the nomination and remuneration committee, and the board does not meet the 40 percent diversity threshold applicable to this market. A vote AGAINST incumbent nomination committee members Antonio Sarmento Gomes Mota, Rosa Maria Garcia Garcia and Jose Manuel Felix Morgado is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
8.I	Reelect Rosa Maria Garcia Garcia as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the election of Antonio Sarmento Gomes Mota is warranted because he is the chairman of the nomination and remuneration committee, and the board does not meet the 40 percent diversity threshold applicable to this market. A vote AGAINST incumbent nomination committee members Antonio Sarmento Gomes Mota, Rosa Maria Garcia Garcia and Jose Manuel Felix Morgado is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
8.J	Reelect Jose Manuel Felix Morgado as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the election of Antonio Sarmento Gomes Mota is warranted because he is the chairman of the nomination and remuneration committee, and the board does not meet the 40 percent diversity threshold applicable to this market. A vote AGAINST incumbent nomination committee members Antonio Sarmento Gomes Mota, Rosa Maria Garcia Garcia and Jose Manuel Felix Morgado is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
8.K	Reelect Allan J. Katz as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the election of Antonio Sarmento Gomes Mota is warranted because he is the chairman of the nomination and remuneration committee, and the board does not meet the 40 percent diversity threshold applicable to this market. A vote AGAINST incumbent nomination committee members Antonio Sarmento Gomes Mota, Rosa Maria Garcia Garcia and Jose Manuel Felix Morgado is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				

EDP Renovaveis SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8.L	Reelect Cynthia Kay McCall as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the election of Antonio Sarmento Gomes Mota is warranted because he is the chairman of the nomination and remuneration committee, and the board does not meet the 40 percent diversity threshold applicable to this market. A vote AGAINST incumbent nomination committee members Antonio Sarmento Gomes Mota, Rosa Maria Garcia Garcia and Jose Manuel Felix Morgado is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
8.M	Elect Ana Paula de Sousa Freitas Madureira Serra as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the election of Antonio Sarmento Gomes Mota is warranted because he is the chairman of the nomination and remuneration committee, and the board does not meet the 40 percent diversity threshold applicable to this market. A vote AGAINST incumbent nomination committee members Antonio Sarmento Gomes Mota, Rosa Maria Garcia Garcia and Jose Manuel Felix Morgado is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
9	Amend Remuneration Policy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted due to a lack of material concerns about the amendments to the remuneration policy. It is noted however, that the policy maintains some problematic features such as performance period of one year under the multi-annual variable remuneration, and potentially excessive termination payments.</i>				
10	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this standard resolution is warranted as it provides the board with the means to carry out the agreements validly adopted by the general meeting.</i>				

Inficon Holding AG

Meeting Date: 04/04/2024

Country: Switzerland

Ticker: IFCN

Record Date: 03/27/2024

Meeting Type: Annual

Primary Security ID: H7190K102

Shares Voted: 22

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the annual accounts, annual report, and auditor's report for the fiscal year in review is warranted.</i>				
2	Approve Non-Financial Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the approval of the company's non-financial report is warranted. Nevertheless, support is qualified considering the lack of external assurance that would confirm the validity of the information.</i>				
3	Approve Discharge of Board of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the formal discharge of the board of directors is warranted, as there is no evidence that the board and senior management have not fulfilled their fiduciary duties.</i>				
4	Approve Allocation of Income and Dividends of CHF 20.00 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i>				

Inficon Holding AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5.1	Reelect Beat Luethi as Director and Board Chair	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Board elections (Items 5.1 – 5.5) A vote AGAINST incumbent nomination committee members Beat Siegrist, Reto Suter and Lukas Winkler is warranted for lack of diversity on the board. Votes AGAINST the non-independent nominees Vanessa Frey, Beat Siegrist, and Lukas Winkler are warranted because of the failure to establish a sufficiently independent board. Votes AGAINST the non-independent audit committee members, Vanessa Frey and Beat Siegrist, are further warranted due to the failure to establish a majority-independent committee. A vote FOR the remaining director nominee Beat Luethi is warranted. Committee elections (Items 6.1 – 6.3) Votes AGAINST Beat Siegrist and Lukas Winkler are warranted due to the failure to establish a majority-independent committee and because their elections to the board do not warrant support. A vote AGAINST Reto Suter is warranted because his election to the board does not warrant support.</i></p>				
5.2	Reelect Vanessa Frey as Director	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: Board elections (Items 5.1 – 5.5) A vote AGAINST incumbent nomination committee members Beat Siegrist, Reto Suter and Lukas Winkler is warranted for lack of diversity on the board. Votes AGAINST the non-independent nominees Vanessa Frey, Beat Siegrist, and Lukas Winkler are warranted because of the failure to establish a sufficiently independent board. Votes AGAINST the non-independent audit committee members, Vanessa Frey and Beat Siegrist, are further warranted due to the failure to establish a majority-independent committee. A vote FOR the remaining director nominee Beat Luethi is warranted. Committee elections (Items 6.1 – 6.3) Votes AGAINST Beat Siegrist and Lukas Winkler are warranted due to the failure to establish a majority-independent committee and because their elections to the board do not warrant support. A vote AGAINST Reto Suter is warranted because his election to the board does not warrant support.</i></p>				
5.3	Reelect Beat Siegrist as Director	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: Board elections (Items 5.1 – 5.5) A vote AGAINST incumbent nomination committee members Beat Siegrist, Reto Suter and Lukas Winkler is warranted for lack of diversity on the board. Votes AGAINST the non-independent nominees Vanessa Frey, Beat Siegrist, and Lukas Winkler are warranted because of the failure to establish a sufficiently independent board. Votes AGAINST the non-independent audit committee members, Vanessa Frey and Beat Siegrist, are further warranted due to the failure to establish a majority-independent committee. A vote FOR the remaining director nominee Beat Luethi is warranted. Committee elections (Items 6.1 – 6.3) Votes AGAINST Beat Siegrist and Lukas Winkler are warranted due to the failure to establish a majority-independent committee and because their elections to the board do not warrant support. A vote AGAINST Reto Suter is warranted because his election to the board does not warrant support.</i></p>				
5.4	Reelect Reto Suter as Director	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: Board elections (Items 5.1 – 5.5) A vote AGAINST incumbent nomination committee members Beat Siegrist, Reto Suter and Lukas Winkler is warranted for lack of diversity on the board. Votes AGAINST the non-independent nominees Vanessa Frey, Beat Siegrist, and Lukas Winkler are warranted because of the failure to establish a sufficiently independent board. Votes AGAINST the non-independent audit committee members, Vanessa Frey and Beat Siegrist, are further warranted due to the failure to establish a majority-independent committee. A vote FOR the remaining director nominee Beat Luethi is warranted. Committee elections (Items 6.1 – 6.3) Votes AGAINST Beat Siegrist and Lukas Winkler are warranted due to the failure to establish a majority-independent committee and because their elections to the board do not warrant support. A vote AGAINST Reto Suter is warranted because his election to the board does not warrant support.</i></p>				
5.5	Reelect Lukas Winkler as Director	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: Board elections (Items 5.1 – 5.5) A vote AGAINST incumbent nomination committee members Beat Siegrist, Reto Suter and Lukas Winkler is warranted for lack of diversity on the board. Votes AGAINST the non-independent nominees Vanessa Frey, Beat Siegrist, and Lukas Winkler are warranted because of the failure to establish a sufficiently independent board. Votes AGAINST the non-independent audit committee members, Vanessa Frey and Beat Siegrist, are further warranted due to the failure to establish a majority-independent committee. A vote FOR the remaining director nominee Beat Luethi is warranted. Committee elections (Items 6.1 – 6.3) Votes AGAINST Beat Siegrist and Lukas Winkler are warranted due to the failure to establish a majority-independent committee and because their elections to the board do not warrant support. A vote AGAINST Reto Suter is warranted because his election to the board does not warrant support.</i></p>				

Inficon Holding AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6.1	Reappoint Beat Siegrist as Member of the Compensation and HR Committee	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Board elections (Items 5.1 – 5.5) A vote AGAINST incumbent nomination committee members Beat Siegrist, Reto Suter and Lukas Winkler is warranted for lack of diversity on the board. Votes AGAINST the non-independent nominees Vanessa Frey, Beat Siegrist, and Lukas Winkler are warranted because of the failure to establish a sufficiently independent board. Votes AGAINST the non-independent audit committee members, Vanessa Frey and Beat Siegrist, are further warranted due to the failure to establish a majority-independent committee. A vote FOR the remaining director nominee Beat Luethi is warranted. Committee elections (Items 6.1 – 6.3) Votes AGAINST Beat Siegrist and Lukas Winkler are warranted due to the failure to establish a majority-independent committee and because their elections to the board do not warrant support. A vote AGAINST Reto Suter is warranted because his election to the board does not warrant support.</i></p>					
6.2	Reappoint Reto Suter as Member of the Compensation and HR Committee	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Board elections (Items 5.1 – 5.5) A vote AGAINST incumbent nomination committee members Beat Siegrist, Reto Suter and Lukas Winkler is warranted for lack of diversity on the board. Votes AGAINST the non-independent nominees Vanessa Frey, Beat Siegrist, and Lukas Winkler are warranted because of the failure to establish a sufficiently independent board. Votes AGAINST the non-independent audit committee members, Vanessa Frey and Beat Siegrist, are further warranted due to the failure to establish a majority-independent committee. A vote FOR the remaining director nominee Beat Luethi is warranted. Committee elections (Items 6.1 – 6.3) Votes AGAINST Beat Siegrist and Lukas Winkler are warranted due to the failure to establish a majority-independent committee and because their elections to the board do not warrant support. A vote AGAINST Reto Suter is warranted because his election to the board does not warrant support.</i></p>					
6.3	Reappoint Lukas Winkler as Member of the Compensation and HR Committee	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Board elections (Items 5.1 – 5.5) A vote AGAINST incumbent nomination committee members Beat Siegrist, Reto Suter and Lukas Winkler is warranted for lack of diversity on the board. Votes AGAINST the non-independent nominees Vanessa Frey, Beat Siegrist, and Lukas Winkler are warranted because of the failure to establish a sufficiently independent board. Votes AGAINST the non-independent audit committee members, Vanessa Frey and Beat Siegrist, are further warranted due to the failure to establish a majority-independent committee. A vote FOR the remaining director nominee Beat Luethi is warranted. Committee elections (Items 6.1 – 6.3) Votes AGAINST Beat Siegrist and Lukas Winkler are warranted due to the failure to establish a majority-independent committee and because their elections to the board do not warrant support. A vote AGAINST Reto Suter is warranted because his election to the board does not warrant support.</i></p>					
7	Designate Baur Huerlimann AG as Independent Proxy	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concerns.</i></p>					
8	Ratify KPMG AG as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i></p>					
9	Approve Remuneration Report	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the remuneration report is warranted, though it is not without concern: * Only limited ex-post disclosure is provided to explain performance achievements underlying STI payouts. * There is no standalone LTI plan that measures performance over a multi-year period. The main reasons for support are: * The company has announced a new LTI plan, which will include a three-year vesting period for equity, although performance will only be measured over a one-year period. * The company's compensation practices are broadly in line with market practice and pay and performance appear reasonably aligned at this time.</i></p>					
10	Approve Remuneration of Directors in the Amount of CHF 800,000	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount is in line with market practice.</i></p>					
11	Approve Remuneration of Executive Committee in the Amount of CHF 2.1 Million for Fiscal Year 2024	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these items are warranted because the proposals appear to be in line with market practice and do not raise significant concerns.</i></p>					

Inficon Holding AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
12	Amend Articles Re: Remuneration of Board and Senior Management	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the proposed article amendments is warranted because they are overall non-contentious in nature.</i></p>					
13	Approve Remuneration of Executive Committee in the Amount of CHF 2.5 Million for Fiscal Year 2025	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these items are warranted because the proposals appear to be in line with market practice and do not raise significant concerns.</i></p>					
14	Transact Other Business (Voting)	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST is warranted because: * This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and * The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.</i></p>					

Raiffeisen Bank International AG

Meeting Date: 04/04/2024 **Country:** Austria **Ticker:** RBI
Record Date: 03/25/2024 **Meeting Type:** Annual
Primary Security ID: A7111G104

Shares Voted: 2,203

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt			
<p><i>Voting Policy Rationale: This is a non-voting item.</i></p>					
2	Approve Allocation of Income and Dividends of EUR 1.25 per Share	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i></p>					
3	Approve Remuneration Report	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted because the company's remuneration practices are broadly in line with best practice standards in Austria, and pay and performance appear reasonably aligned at this time.</i></p>					
4	Approve Remuneration Policy	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this resolution is warranted because: * The policy does not provide any information regarding the quantum level of base salaries nor is a total remuneration cap disclosed. * Disclosure in terms of the variable remuneration is limited and overall below market practice.</i></p>					
5	Approve Discharge of Management Board for Fiscal Year 2023	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i></p>					

Raiffeisen Bank International AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Approve Discharge of Supervisory Board for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
7	Elect Martin Schaller as Supervisory Board Member	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Martin Schaller is warranted for lack of diversity on the board. A vote AGAINST the non-independent nominee, Martin Schaller, is warranted because of the failure to establish a sufficiently independent board. In addition, a vote AGAINST Martin Schaller is also warranted as his board term length exceeds four years, which falls short of market practice.</i>				
8	Approve Remuneration of Supervisory Board Members	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because there is no evidence of excessiveness on the part of Raiffeisen Bank International's board in the past.</i>				
9	Ratify Deloitte Audit as Auditors of Sustainability Report for Fiscal Year 2024	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR are warranted because there are no concerns regarding these proposals.</i>				
10	Ratify Deloitte Audit as Auditors for Fiscal Year 2025	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR are warranted because there are no concerns regarding these proposals.</i>				
11	Approve Creation of EUR 501.6 Million Pool of Authorized Capital with or without Exclusion of Preemptive Rights	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the proposed authorization is warranted because: * The issuance request would allow for a capital increase without preemptive rights for up to 50 percent of the issued share capital.</i>				
12	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a standard request in Austria.</i>				
13	Authorize Repurchase of Up to Five Percent of Issued Share Capital for Trading Purposes	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concerns.</i>				

Rio Tinto Plc

Meeting Date: 04/04/2024

Country: United Kingdom

Ticker: RIO

Record Date: 04/02/2024

Meeting Type: Annual

Primary Security ID: G75754104

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

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Approve Increase in the Maximum Aggregate Fees Payable to Non-Executive Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A qualified vote FOR this resolution is warranted as the NED fee levels are not out of line with UK standards and given that the current cap has been in place since 2009. The qualification raises concerns that the quantum of the increase is considered substantial on the basis that there currently is sufficient headroom within the existing fee cap to accommodate an additional director or a temporary increase in directors for board renewal/transition.</i>				
6	Elect Dean Valle as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Dominic Barton, William (Sam) Laidlaw, Simon Henry, Kaisa Hietala, Jennifer Nason, Ngaire Woods and Benjamin (Ben) Wyatt is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
7	Elect Susan Lloyd-Hurwitz as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Dominic Barton, William (Sam) Laidlaw, Simon Henry, Kaisa Hietala, Jennifer Nason, Ngaire Woods and Benjamin (Ben) Wyatt is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
8	Elect Martina Merz as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Dominic Barton, William (Sam) Laidlaw, Simon Henry, Kaisa Hietala, Jennifer Nason, Ngaire Woods and Benjamin (Ben) Wyatt is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
9	Elect Joc O'Rourke as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Dominic Barton, William (Sam) Laidlaw, Simon Henry, Kaisa Hietala, Jennifer Nason, Ngaire Woods and Benjamin (Ben) Wyatt is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
10	Re-elect Dominic Barton as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Dominic Barton, William (Sam) Laidlaw, Simon Henry, Kaisa Hietala, Jennifer Nason, Ngaire Woods and Benjamin (Ben) Wyatt is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
11	Re-elect Peter Cunningham as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Dominic Barton, William (Sam) Laidlaw, Simon Henry, Kaisa Hietala, Jennifer Nason, Ngaire Woods and Benjamin (Ben) Wyatt is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
12	Re-elect Simon Henry as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Dominic Barton, William (Sam) Laidlaw, Simon Henry, Kaisa Hietala, Jennifer Nason, Ngaire Woods and Benjamin (Ben) Wyatt is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
13	Re-elect Kaisa Hietala as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Dominic Barton, William (Sam) Laidlaw, Simon Henry, Kaisa Hietala, Jennifer Nason, Ngaire Woods and Benjamin (Ben) Wyatt is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
14	Re-elect Sam Laidlaw as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Dominic Barton, William (Sam) Laidlaw, Simon Henry, Kaisa Hietala, Jennifer Nason, Ngaire Woods and Benjamin (Ben) Wyatt is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				

Rio Tinto Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
15	Re-elect Jennifer Nason as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Dominic Barton, William (Sam) Laidlaw, Simon Henry, Kaisa Hietala, Jennifer Nason, Ngaire Woods and Benjamin (Ben) Wyatt is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
16	Re-elect Jakob Stausholm as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Dominic Barton, William (Sam) Laidlaw, Simon Henry, Kaisa Hietala, Jennifer Nason, Ngaire Woods and Benjamin (Ben) Wyatt is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
17	Re-elect Ngaire Woods as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Dominic Barton, William (Sam) Laidlaw, Simon Henry, Kaisa Hietala, Jennifer Nason, Ngaire Woods and Benjamin (Ben) Wyatt is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
18	Re-elect Ben Wyatt as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Dominic Barton, William (Sam) Laidlaw, Simon Henry, Kaisa Hietala, Jennifer Nason, Ngaire Woods and Benjamin (Ben) Wyatt is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
19	Reappoint KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is considered warranted at this time.</i>				
20	Authorise Audit & Risk Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 10.1 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
21	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				
	Resolution 22 will be Voted on by Rio Tinto plc and Rio Tinto Limited Shareholders as a Separate Electorates				
22	Approve Amendments to Rio Tinto Limited's Constitution	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the amendments to the RTL Constitution is warranted. The proposed amendments do not appear contentious</i>				
	Resolutions 23 to 26 will be Voted on by Rio Tinto plc Shareholders Only				
23	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
24	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				

Rio Tinto Plc

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

BAWAG Group AG

Meeting Date: 04/08/2024 **Country:** Austria **Ticker:** BG
Record Date: 03/29/2024 **Meeting Type:** Annual
Primary Security ID: A0997C107

Shares Voted: 1,407

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
2	Approve Allocation of Income and Dividends of EUR 5.00 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i>				
3	Approve Discharge of Management Board for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4	Approve Discharge of Supervisory Board for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
5	Ratify Deloitte Audit as Auditors for Fiscal Year 2025	Mgmt	For	For	For
	<i>Voting Policy Rationale: Item 5 A vote FOR the proposed auditor is warranted due to a lack of significant concerns. However, some concern is noted regarding the lack of a more detailed explanation regarding the auditor change, and which auditors were considered during the legally-mandated multistage selection process. Item 6 A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
6	Ratify KPMG Austria GmbH as Auditors of Sustainability Report for Fiscal Year 2024	Mgmt	For	For	For
	<i>Voting Policy Rationale: Item 5 A vote FOR the proposed auditor is warranted due to a lack of significant concerns. However, some concern is noted regarding the lack of a more detailed explanation regarding the auditor change, and which auditors were considered during the legally-mandated multistage selection process. Item 6 A vote FOR is warranted because there are no concerns regarding this proposal.</i>				

BAWAG Group AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Approve Remuneration Report	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST this resolution is warranted because: * The management board's pay package remains substantially above what peers are paying, mainly stemming from the base salary, which is even above that of Europe's largest banks. We emphasize that this has been a concern for a number of years, and the company has still failed to adequately address these concerns. * Ex-post disclosure to explain the evolution of variable payouts versus company performance remains underdeveloped for certain executives, particularly considering that said executives are measured solely on individual non-financial criteria.</i></p>				
8	Approve Remuneration Policy	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST this resolution is warranted because: * Concerns on quantum of pay are not adequately addressed by the new policy. We emphasize that this has been a concern for a number of years, and the company has still failed to adequately address these concerns. * The overall disclosure on the STI framework is considered vague and underdeveloped. * The proposed policy contains some scope for discretionary adjustments under the STI via the overall adjustment factor, which may of concern to some shareholders.</i></p>				
9	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a standard request in Austria.</i></p>				
10	Approve Creation of EUR 31.4 Million Pool of Authorized Capital with or without Exclusion of Preemptive Rights	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes FOR the proposed authorizations are warranted due to a lack of concerns.</i></p>				
11	Approve Issuance of Warrants/Bonds with Warrants Attached/Convertible Bonds without Preemptive Rights up to Aggregate Nominal Amount of EUR 500 Million	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes FOR the proposed authorizations are warranted due to a lack of concerns.</i></p>				
12	Approve Creation of EUR 7.9 Million Pool of Conditional Capital to Guarantee Conversion Rights	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes FOR the proposed authorizations are warranted due to a lack of concerns.</i></p>				
13	Approve Virtual-Only or Hybrid Shareholder Meetings Until 2029	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR the proposed article amendments is warranted because: * The authorization is limited until 2029. * This year's AGM is being held in-person. * The company explicitly explains under which circumstances it would hold meetings in the virtual and/or in-person format. * A shareholder minority of 5 percent can demand that the next ordinary shareholders' meeting be held in presence or hybrid if the previous meeting was virtual (in line with Austrian law). * Shareholders' participation rights in the virtual format would be protected (in line with Austrian law).</i></p>				

A. O. Smith Corporation

Meeting Date: 04/09/2024

Country: USA

Ticker: AOS

Record Date: 02/20/2024

Meeting Type: Annual

Primary Security ID: 831865209

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Victoria M. Holt	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes for governance committee members Victoria Holt and Ilham Kadri are warranted given that the company maintains a multi-class capital structure with disparate voting rights that is not subject to a reasonable time-based sunset, and given the board's lack of responsiveness to Ronald Brown's failure to receive majority support at last year's annual meeting. WITHHOLD votes are further warranted for incumbent nominating committee members Victoria Holt and Ilham Kadri for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.2	Elect Director Ilham Kadri	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes for governance committee members Victoria Holt and Ilham Kadri are warranted given that the company maintains a multi-class capital structure with disparate voting rights that is not subject to a reasonable time-based sunset, and given the board's lack of responsiveness to Ronald Brown's failure to receive majority support at last year's annual meeting. WITHHOLD votes are further warranted for incumbent nominating committee members Victoria Holt and Ilham Kadri for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.3	Elect Director Michael M. Larsen	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes for governance committee members Victoria Holt and Ilham Kadri are warranted given that the company maintains a multi-class capital structure with disparate voting rights that is not subject to a reasonable time-based sunset, and given the board's lack of responsiveness to Ronald Brown's failure to receive majority support at last year's annual meeting. WITHHOLD votes are further warranted for incumbent nominating committee members Victoria Holt and Ilham Kadri for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.4	Elect Director Christopher L. Mapes	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes for governance committee members Victoria Holt and Ilham Kadri are warranted given that the company maintains a multi-class capital structure with disparate voting rights that is not subject to a reasonable time-based sunset, and given the board's lack of responsiveness to Ronald Brown's failure to receive majority support at last year's annual meeting. WITHHOLD votes are further warranted for incumbent nominating committee members Victoria Holt and Ilham Kadri for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Though a concern is noted, annual incentives are entirely based on pre-set financial metrics and long-term incentives are largely performance-conditioned and measured over multi-year performance periods.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 4.17 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Report on Company's Hiring Practices with Respect to Formerly Incarcerated People	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because additional information could help shareholders better understand how the company is assessing and managing the progress of its various diversity and inclusion initiatives.</i>				

Banco de Sabadell SA

Meeting Date: 04/09/2024

Country: Spain

Ticker: SAB

Record Date: 04/04/2024

Meeting Type: Annual

Primary Security ID: E15819191

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Consolidated and Standalone Financial Statements and Discharge of Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this two-part standard resolution is warranted because: * The external auditor's opinion on the financial statements for the fiscal year in review is unqualified; and * No significant concerns have been noted over the board's actions in FY2023.</i>				
2	Approve Non-Financial Information Statement	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted due to a lack of specific concern about the non-financial information reported by the company.</i>				
3	Approve Allocation of Income and Dividends	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR item is warranted due to a lack of controversy surrounding the proposed income allocation, though this year's payout ratio is rather low in view of the company's 2023 earnings.</i>				
4	Approve Reduction in Share Capital via Amortization of Treasury Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as it facilitates the return of capital to shareholders and may improve the efficiency of the balance sheet, which may also enhance returns over the long term.</i>				
5.1	Reelect Mireya Gine Torrens as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the independent directors Ana Colonques Garcia-Planas and Mireya Gine Torrens is warranted because their election would have a positive impact on the level of board independence.</i>				
5.2	Elect Ana Colonques Garcia-Planas as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the independent directors Ana Colonques Garcia-Planas and Mireya Gine Torrens is warranted because their election would have a positive impact on the level of board independence.</i>				
6	Authorize Share Repurchase and Capital Reduction via Amortization of Repurchased Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the share repurchase mandate is warranted as the volume and duration provisions are within recommended limits and there are no concerns over the company's use of past mandates.</i>				
7	Fix Maximum Variable Compensation Ratio of Designated Group Members	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted given acceptable remuneration practices of the company.</i>				
8	Renew Appointment of KPMG Auditores as Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
9	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this standard resolution is warranted as it provides the board with the means to carry out the agreements validly adopted by the general meeting.</i>				

Banco de Sabadell SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10	Advisory Vote on Remuneration Report	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted due to enhanced disclosure and a lack of material concerns about the company's remuneration practices in FY under review.</i></p>					

Clariant AG

Meeting Date: 04/09/2024 **Country:** Switzerland **Ticker:** CLN
Record Date: 04/03/2024 **Meeting Type:** Annual
Primary Security ID: H14843165

Shares Voted: 4,553

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the annual accounts, annual report, and auditor's report for the fiscal year in review is warranted.</i></p>					
1.2	Approve Non-Financial Report (Non-Binding)	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the approval of the company's non-financial report is warranted due to a lack of significant concerns.</i></p>					
1.3	Approve Remuneration Report (Non-Binding)	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the remuneration report is warranted because the company's remuneration practices are in line with market practice. Nevertheless, we do highlight that variable outcomes were subject to discretion to reflect extraordinary items, although the company has provided adequate disclosure on their actions.</i></p>					
2	Approve Discharge of Board and Senior Management	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the formal discharge of the board of directors and senior management is warranted, as there is no evidence that the board and senior management have not fulfilled their fiduciary duties.</i></p>					
3.1	Approve Allocation of Income	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR the allocation of income resolutions are warranted due to a lack of concerns.</i></p>					
3.2	Approve CHF 139.4 Million Reduction in Share Capital via Reduction of Nominal Value and Repayment of CHF 0.42 per Share	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR the allocation of income resolutions are warranted due to a lack of concerns.</i></p>					
4.1.a	Reelect Ahmed Al Umar as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Guenter von Au, Ahmed Al Umar, Peter Steiner and Susanne Wamsler is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
4.1.b	Reelect Guenter von Au as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Guenter von Au, Ahmed Al Umar, Peter Steiner and Susanne Wamsler is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.1.c	Reelect Roberto Gualdoni as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Guenter von Au, Ahmed Al Umar, Peter Steiner and Susanne Wamsler is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
4.1.d	Elect Jens Lohmann as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Guenter von Au, Ahmed Al Umar, Peter Steiner and Susanne Wamsler is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
4.1.e	Reelect Thilo Mannhardt as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Guenter von Au, Ahmed Al Umar, Peter Steiner and Susanne Wamsler is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
4.1.f	Reelect Geoffery Merszei as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Guenter von Au, Ahmed Al Umar, Peter Steiner and Susanne Wamsler is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
4.1.g	Reelect Eveline Saupper as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Guenter von Au, Ahmed Al Umar, Peter Steiner and Susanne Wamsler is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
4.1.h	Reelect Peter Steiner as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Guenter von Au, Ahmed Al Umar, Peter Steiner and Susanne Wamsler is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
4.1.i	Reelect Claudia Suessmuth Dyckerhoff as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Guenter von Au, Ahmed Al Umar, Peter Steiner and Susanne Wamsler is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
4.1.j	Reelect Susanne Wamsler as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Guenter von Au, Ahmed Al Umar, Peter Steiner and Susanne Wamsler is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
4.1.k	Reelect Konstantin Winterstein as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Guenter von Au, Ahmed Al Umar, Peter Steiner and Susanne Wamsler is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
4.2	Reelect Guenter von Au as Board Chair	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Guenter von Au, Ahmed Al Umar, Peter Steiner and Susanne Wamsler is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.3.1	Appoint Jens Lohmann as Member of the Compensation Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Guenter von Au, Ahmed Al Umar, Peter Steiner and Susanne Wamsler is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
4.3.2	Reappoint Eveline Saupper as Member of the Compensation Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Guenter von Au, Ahmed Al Umar, Peter Steiner and Susanne Wamsler is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
4.3.3	Reappoint Claudia Suessmuth Dyckerhoff as Member of the Compensation Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Guenter von Au, Ahmed Al Umar, Peter Steiner and Susanne Wamsler is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
4.3.4	Reappoint Konstantin Winterstein as Member of the Compensation Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Guenter von Au, Ahmed Al Umar, Peter Steiner and Susanne Wamsler is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
4.4	Designate Balthasar Settelen as Independent Proxy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concerns.</i>				
4.5	Ratify KPMG AG as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
5.1	Approve Remuneration of Directors in the Amount of CHF 5 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount is in line with market practice.</i>				
5.2	Approve Fixed and Variable Remuneration of Executive Committee in the Amount of CHF 16 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposal appears to be in line with market practice and does not raise significant concerns.</i>				
6.1	Additional Voting Instructions - Board of Directors Proposals (Voting)	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Votes AGAINST are warranted because: * These items concern additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and * The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against these items on a precautionary basis.</i>				
6.2	Additional Voting Instructions - Shareholder Proposals (Voting)	Mgmt	None	Against	Against
	<i>Voting Policy Rationale: Votes AGAINST are warranted because: * These items concern additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and * The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against these items on a precautionary basis.</i>				

The Bank of New York Mellon Corporation

Meeting Date: 04/09/2024

Country: USA

Ticker: BK

Record Date: 02/14/2024

Meeting Type: Annual

Primary Security ID: 064058100

Shares Voted: 13,916

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Linda Z. Cook	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1b	Elect Director Joseph J. Echevarria	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1c	Elect Director M. Amy Gilliland	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1d	Elect Director Jeffrey A. Goldstein	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1e	Elect Director K. Guru Gowrappan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1f	Elect Director Ralph Izzo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1g	Elect Director Sandra E. "Sandie" O'Connor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director Elizabeth E. Robinson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1i	Elect Director Rakefet Russak-Aminoach	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1j	Elect Director Robin A. Vince	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1k	Elect Director Alfred W. "Al" Zollar	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, with caution. The updated incentive determination structure provides less transparency and raises greater concerns over the impact of discretion. However, these issues have not resulted in a quantitative pay-for-performance misalignment for the year in review.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 6.00 percent of the fees paid to the auditor are for non-audit purposes.</i>				

The Bank of New York Mellon Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Report on Lobbying Payments and Policy	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, as additional disclosure of the company's state level lobbying, indirect lobbying expenditures and board oversight mechanisms would help shareholders better assess the risks and benefits associated with the company's participation in the public policy process.</i></p>					
5	Report on Risks Related to Discrimination Against Individuals Including Religious/Political Views	SH	Against	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted as the company provides adequate disclosures related to its commitment to not discriminate against patrons.</i></p>					

Vestas Wind Systems A/S

Meeting Date: 04/09/2024 **Country:** Denmark **Ticker:** VWS
Record Date: 04/02/2024 **Meeting Type:** Annual
Primary Security ID: K9773J201

Shares Voted: 83,330

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Report of Board	Mgmt			
<p><i>Voting Policy Rationale: This is a routine, non-voting item.</i></p>					
2	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the approval of the annual accounts is warranted due to a lack of concern regarding the accounts presented or audit procedures used.</i></p>					
3	Approve Allocation of Income and Omission of Dividends	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the omission of dividend is warranted because the company's earnings are low at the moment.</i></p>					
4	Approve Remuneration Report (Advisory Vote)	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed remuneration report is well described and the company's compensation practices appear to promote pay-for-performance. The vote is qualified, however, as the long-term incentive plans are assessed on an annual basis and the company has granted the CEO retention-based award which forms a significant part of the overall granted equity-based awards.</i></p>					
5	Approve Remuneration of Directors in the Amount of DKK 1.4 Million for Chairman, DKK 946,764 for Vice Chairman and DKK 473,382 for Other Directors; Approve Remuneration for Committee Work	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this remuneration proposal is warranted because of a lack of concern regarding the proposed fees.</i></p>					

Vestas Wind Systems A/S

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6.a	Reelect Anders Runevad as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR candidates Anders Runevad, Eva Berneke, William (Bill) Fehrman, Lena Marie Olving, Karl-Henrik Sundstrom, Helle Thorning-Schmidt and Henriette Hallberg Thygesen (Items 6.a-6.g) is warranted due to a lack of concern regarding the composition of the board or its committees.</i>				
6.b	Reelect Eva Merete Sofelde Berneke as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR candidates Anders Runevad, Eva Berneke, William (Bill) Fehrman, Lena Marie Olving, Karl-Henrik Sundstrom, Helle Thorning-Schmidt and Henriette Hallberg Thygesen (Items 6.a-6.g) is warranted due to a lack of concern regarding the composition of the board or its committees.</i>				
6.c	Reelect Helle Thorning-Schmidt as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR candidates Anders Runevad, Eva Berneke, William (Bill) Fehrman, Lena Marie Olving, Karl-Henrik Sundstrom, Helle Thorning-Schmidt and Henriette Hallberg Thygesen (Items 6.a-6.g) is warranted due to a lack of concern regarding the composition of the board or its committees.</i>				
6.d	Reelect Karl-Henrik Sundstrom as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR candidates Anders Runevad, Eva Berneke, William (Bill) Fehrman, Lena Marie Olving, Karl-Henrik Sundstrom, Helle Thorning-Schmidt and Henriette Hallberg Thygesen (Items 6.a-6.g) is warranted due to a lack of concern regarding the composition of the board or its committees.</i>				
6.e	Reelect Lena Marie Olving as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR candidates Anders Runevad, Eva Berneke, William (Bill) Fehrman, Lena Marie Olving, Karl-Henrik Sundstrom, Helle Thorning-Schmidt and Henriette Hallberg Thygesen (Items 6.a-6.g) is warranted due to a lack of concern regarding the composition of the board or its committees.</i>				
6.f	Elect William (Bill) Fehrman as New Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR candidates Anders Runevad, Eva Berneke, William (Bill) Fehrman, Lena Marie Olving, Karl-Henrik Sundstrom, Helle Thorning-Schmidt and Henriette Hallberg Thygesen (Items 6.a-6.g) is warranted due to a lack of concern regarding the composition of the board or its committees.</i>				
6.g	Elect Henriette Hallberg Thygesen as New Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR candidates Anders Runevad, Eva Berneke, William (Bill) Fehrman, Lena Marie Olving, Karl-Henrik Sundstrom, Helle Thorning-Schmidt and Henriette Hallberg Thygesen (Items 6.a-6.g) is warranted due to a lack of concern regarding the composition of the board or its committees.</i>				
7	Ratify Deloitte as Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because the company is changing the auditor due to auditor rotation rules.</i>				
8.1	Amend Guidelines for Incentive-Based Compensation for Executive Management and Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed remuneration policy is well described and does not contravene good European executive remuneration practice. The vote is qualified, however, as some concerns are noted regarding the discretionary mandate in the policy as well as some of the features of the long-term incentive plans.</i>				
8.2	Authorize Share Repurchase Program	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal to repurchase company shares is warranted, as the proposal includes acceptable holding, volume, and duration limits.</i>				

Vestas Wind Systems A/S

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
9	Authorize Editorial Changes to Adopted Resolutions in Connection with Registration with Danish Authorities	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this formality is warranted as it will not have any impact on the material content of the adopted resolutions.</i>					
10	Other Business	Mgmt			
<i>Voting Policy Rationale: This is a routine, non-voting item.</i>					

VINCI SA

Meeting Date: 04/09/2024 **Country:** France **Ticker:** DG
Record Date: 04/05/2024 **Meeting Type:** Annual/Special
Primary Security ID: F5879X108

Shares Voted: 11,965

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Ordinary Business	Mgmt			
1	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.</i>					
2	Approve Financial Statements and Statutory Reports	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.</i>					
3	Approve Allocation of Income and Dividends of EUR 4.50 per Share	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted because the proposed payout ratio is adequate without being excessive.</i>					
4	Reelect Benoit Bazin as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the reelection of this independent nominee is warranted at this time.</i>					
5	Appoint PricewaterhouseCoopers Audit as Auditor Responsible for Certifying Sustainability Information	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>					
6	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
<i>Voting Policy Rationale: Such share buyback programs merit a vote FOR.</i>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Approve Remuneration Policy of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted because it does not raise any significant concern.</i>				
8	Approve Remuneration Policy of Xavier Huillard, Chairman and CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted, although the following concerns are raised: * The discretion power of the board is deemed quite broad; * Post-mandate vesting is not impossible despite a clear policy, as the board has discretion to waive the presence condition while the proposed LTIP will vest post chair/CEO roles split; * The alignment with performance of the LTIP structure is questionable, as the disclosure is limited for some criteria previously identified as not stringent enough to ensure an adequate variability; * While the climate related criterion of the bonus is modified for 2024, it remains unchanged for the LTIP and allow full vesting despite reduced performance.</i>				
9	Approve Compensation Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>				
10	Approve Compensation of Xavier Huillard, Chairman and CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted, although the following concerns are raised: * As last years, there is a limited disclosure on the achievement of the qualitative criteria that represents 40 percent of the bonus structure. * There is a compensation effect between financial criteria of the bonus. * Some of the LTI criteria are not deemed stringent enough. The main reason for support is the absence of significant concerns.</i>				
	Extraordinary Business	Mgmt			
11	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as such share capital reductions are favorable to shareholders.</i>				
12	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the employee stock purchase plans are warranted as their proposed volume respect the 10-percent recommended guidelines.</i>				
13	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of International Subsidiaries	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the employee stock purchase plans are warranted as their proposed volume respect the 10-percent recommended guidelines.</i>				
14	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this routine item is warranted.</i>				

Beijing-Shanghai High-Speed Railway Co., Ltd.

Meeting Date: 04/10/2024

Country: China

Ticker: 601816

Record Date: 04/03/2024

Meeting Type: Special

Primary Security ID: Y0S031107

Beijing-Shanghai High-Speed Railway Co., Ltd.

Shares Voted: 513,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	ELECT NON-INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt			
1.1	Elect Tan Guangming as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
1.2	Elect Su Tianpeng as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
1.3	Elect Zhang Qiuping as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
1.4	Elect Ding Jianqi as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
	ELECT INDEPENDENT DIRECTOR VIA CUMULATIVE VOTING	Mgmt			
2.1	Elect Zeng Huixiang as Director	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				

Hewlett Packard Enterprise Company

Meeting Date: 04/10/2024

Country: USA

Ticker: HPE

Record Date: 02/12/2024

Meeting Type: Annual

Primary Security ID: 42824C109

Shares Voted: 43,350

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Pamela L. Carter	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Patricia Russo, Ann Livermore, Charles Noski and Gary Reiner is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Frank A. D'Amelio	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Patricia Russo, Ann Livermore, Charles Noski and Gary Reiner is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Regina E. Dugan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Patricia Russo, Ann Livermore, Charles Noski and Gary Reiner is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Hewlett Packard Enterprise Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1d	Elect Director Jean M. Hobby	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Patricia Russo, Ann Livermore, Charles Noski and Gary Reiner is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Raymond J. Lane	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Patricia Russo, Ann Livermore, Charles Noski and Gary Reiner is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Ann M. Livermore	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Patricia Russo, Ann Livermore, Charles Noski and Gary Reiner is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Bethany J. Mayer	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Patricia Russo, Ann Livermore, Charles Noski and Gary Reiner is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Antonio F. Neri	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Patricia Russo, Ann Livermore, Charles Noski and Gary Reiner is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Charles H. Noski	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Patricia Russo, Ann Livermore, Charles Noski and Gary Reiner is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Raymond E. Ozzie	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Patricia Russo, Ann Livermore, Charles Noski and Gary Reiner is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Gary M. Reiner	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Patricia Russo, Ann Livermore, Charles Noski and Gary Reiner is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director Patricia F. Russo	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Patricia Russo, Ann Livermore, Charles Noski and Gary Reiner is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 4.55 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Amend Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time. Equity awards are half performance-conditioned, PSUs are based on multi-year performance periods, and annual incentives were primarily based on pre-set financial metrics.</i>				
5	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i>				

Meeting Date: 04/10/2024

Country: USA

Ticker: LEN

Record Date: 02/14/2024

Meeting Type: Annual

Primary Security ID: 526057104

Shares Voted: 1,359

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Amy Banse	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Amy Banse, Teri McClure, Armando Olivera and Jeffrey Sonnenfeld is warranted for lack of diversity on the board. A vote AGAINST Stuart Miller is warranted given he is the primary beneficiary of the problematic capital structure. A vote FOR the remaining director nominee(s) is warranted.</i>				
1b	Elect Director Theron (Tig) Gilliam	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Amy Banse, Teri McClure, Armando Olivera and Jeffrey Sonnenfeld is warranted for lack of diversity on the board. A vote AGAINST Stuart Miller is warranted given he is the primary beneficiary of the problematic capital structure. A vote FOR the remaining director nominee(s) is warranted.</i>				
1c	Elect Director Sherrill W. Hudson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Amy Banse, Teri McClure, Armando Olivera and Jeffrey Sonnenfeld is warranted for lack of diversity on the board. A vote AGAINST Stuart Miller is warranted given he is the primary beneficiary of the problematic capital structure. A vote FOR the remaining director nominee(s) is warranted.</i>				
1d	Elect Director Jonathan M. Jaffe	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Amy Banse, Teri McClure, Armando Olivera and Jeffrey Sonnenfeld is warranted for lack of diversity on the board. A vote AGAINST Stuart Miller is warranted given he is the primary beneficiary of the problematic capital structure. A vote FOR the remaining director nominee(s) is warranted.</i>				
1e	Elect Director Sidney Lapidus	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Amy Banse, Teri McClure, Armando Olivera and Jeffrey Sonnenfeld is warranted for lack of diversity on the board. A vote AGAINST Stuart Miller is warranted given he is the primary beneficiary of the problematic capital structure. A vote FOR the remaining director nominee(s) is warranted.</i>				
1f	Elect Director Teri P. McClure	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Amy Banse, Teri McClure, Armando Olivera and Jeffrey Sonnenfeld is warranted for lack of diversity on the board. A vote AGAINST Stuart Miller is warranted given he is the primary beneficiary of the problematic capital structure. A vote FOR the remaining director nominee(s) is warranted.</i>				
1g	Elect Director Stuart Miller	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Amy Banse, Teri McClure, Armando Olivera and Jeffrey Sonnenfeld is warranted for lack of diversity on the board. A vote AGAINST Stuart Miller is warranted given he is the primary beneficiary of the problematic capital structure. A vote FOR the remaining director nominee(s) is warranted.</i>				
1h	Elect Director Armando Olivera	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Amy Banse, Teri McClure, Armando Olivera and Jeffrey Sonnenfeld is warranted for lack of diversity on the board. A vote AGAINST Stuart Miller is warranted given he is the primary beneficiary of the problematic capital structure. A vote FOR the remaining director nominee(s) is warranted.</i>				
1i	Elect Director Dacona Smith	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Amy Banse, Teri McClure, Armando Olivera and Jeffrey Sonnenfeld is warranted for lack of diversity on the board. A vote AGAINST Stuart Miller is warranted given he is the primary beneficiary of the problematic capital structure. A vote FOR the remaining director nominee(s) is warranted.</i>				
1j	Elect Director Jeffrey Sonnenfeld	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Amy Banse, Teri McClure, Armando Olivera and Jeffrey Sonnenfeld is warranted for lack of diversity on the board. A vote AGAINST Stuart Miller is warranted given he is the primary beneficiary of the problematic capital structure. A vote FOR the remaining director nominee(s) is warranted.</i>				

Lennar Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1k	Elect Director Serena Wolfe	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Amy Banse, Teri McClure, Armando Olivera and Jeffrey Sonnenfeld is warranted for lack of diversity on the board. A vote AGAINST Stuart Miller is warranted given he is the primary beneficiary of the problematic capital structure. A vote FOR the remaining director nominee(s) is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the significant concerns surrounding the aggregate magnitude of awards made to the co-CEOs as well as the cash retirement payment made to the retiring co-CEO. While the company has made certain improvements to the incentive programs, including lowering the NEO bonus pool and increasing goal rigor in the equity program, award values remain relatively large and the co-CEO model continues to result in two highly paid executives. In addition, the retiring co-CEO received a sizable cash payment upon his voluntary retirement, which is considered to be a problematic pay practice.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 6.4 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Amend Certificate of Incorporation to Limit the Liability of Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i>				
5	Report on Political Contributions	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the lack of disclosure around the company's political activities. Shareholders would benefit from greater disclosure around indirect political contribution expenditures, the company's participation in trade associations, and the board's role in oversight.</i>				
6	Report on Effectiveness of Diversity, Equity, and Inclusion Efforts	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as it not only aligns with Lennar's existing DEI efforts but would also allow shareholders to better assess the company's human capital management strategy.</i>				
7	Report on Climate Change	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as additional information on the company's efforts to reduce its carbon footprint and align its operations with Paris Agreement goals would allow investors to better understand how the company is managing its transition to a low carbon economy and climate change-related risks.</i>				

Synopsys, Inc.

Meeting Date: 04/10/2024 **Country:** USA **Ticker:** SNPS
Record Date: 02/12/2024 **Meeting Type:** Annual
Primary Security ID: 871607107

Shares Voted: 1,053

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Aart J. de Geus	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Janice Chaffin and Jeannine Sargent is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1b	Elect Director Roy Vallee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Janice Chaffin and Jeannine Sargent is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1c	Elect Director Sassine Ghazi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Janice Chaffin and Jeannine Sargent is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1d	Elect Director Luis Borgen	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Janice Chaffin and Jeannine Sargent is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1e	Elect Director Marc N. Casper	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Janice Chaffin and Jeannine Sargent is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1f	Elect Director Janice D. Chaffin	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Janice Chaffin and Jeannine Sargent is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1g	Elect Director Bruce R. Chizen	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Janice Chaffin and Jeannine Sargent is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1h	Elect Director Mercedes Johnson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Janice Chaffin and Jeannine Sargent is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1i	Elect Director Robert G. Painter	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Janice Chaffin and Jeannine Sargent is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1j	Elect Director Jeannine P. Sargent	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Janice Chaffin and Jeannine Sargent is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1k	Elect Director John G. Schwarz	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Janice Chaffin and Jeannine Sargent is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
2	Amend Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time. Annual incentives are primarily based on pre-set financial performance goals. In addition, half of the annual equity awards are targeted to be performance-conditioned and are measured over a multi-year performance period.</i>				
4	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.92 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Synopsys, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Require Independent Board Chair	SH	Against	For	For

Voting Policy Rationale: A vote FOR this proposal is warranted given the importance of having an independent chairman of the board.

Zangge Mining Co., Ltd.

Meeting Date: 04/10/2024 **Country:** China **Ticker:** 000408
Record Date: 04/03/2024 **Meeting Type:** Annual
Primary Security ID: Y9885K117

Shares Voted: 14,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Annual Report and Summary	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
2	Approve Report of the Board of Directors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
3	Approve Report of the Board of Supervisors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
4	Approve Financial Statements	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
5	Approve Financial Budget Report	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted due to lack of disclosure.</i>					
6	Approve Profit Distribution Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because the proposed dividend payout is considered reasonable.</i>					
7	Approve 2023 Performance Appraisal, Contribution Bonus Confirmation and 2024 Remuneration Payment Plan of Directors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					
8	Approve 2023 Performance Appraisal Confirmation and 2024 Remuneration Payment Plan of Supervisors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					
9	Elect Zhu Jianhong as Non-independent Director	SH	For	For	For
<i>Voting Policy Rationale: A vote FOR the nominee is warranted given the absence of any known issues concerning the nominee.</i>					

Zangge Mining Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10	Approve to Appoint Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
11	Amend Working Rules for Independent Directors	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted given the company has not specified the details and the provisions covered under the proposed amendments.</i>				

Zurich Insurance Group AG

Meeting Date: 04/10/2024 **Country:** Switzerland **Ticker:** ZURN
Record Date: 04/04/2024 **Meeting Type:** Annual
Primary Security ID: H9870Y105

Shares Voted: 2,071

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the annual accounts, annual report, and auditor's report for the fiscal year in review is warranted.</i>				
1.2	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the remuneration report is warranted as pay for performance disconnect concerns are sufficiently mitigated given the robust ex-ante and ex-post goal disclosure in each incentive program with appropriate increased rigor.</i>				
1.3	Approve Sustainability Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the approval of the company's non-financial report is warranted due to a lack of significant concerns.</i>				
2	Approve Allocation of Income and Dividends of CHF 26.00 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i>				
3	Approve Discharge of Board and Senior Management	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the formal discharge of the board of directors and senior management is warranted, as there is no evidence that the board and senior management have not fulfilled their fiduciary duties.</i>				
4.1.a	Reelect Michel Lies as Director and Board Chair	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
4.1.b	Reelect Joan Amble as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
4.1.c	Reelect Catherine Bessant as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				

Zurich Insurance Group AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.1.d	Reelect Christoph Franz as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
4.1.e	Reelect Michael Halbherr as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
4.1.h	Reelect Sabine Keller-Busse as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
4.1.i	Reelect Monica Maechler as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
4.1.j	Reelect Kishore Mahbubani as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
4.1.k	Reelect Peter Maurer as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
4.1.l	Reelect Jasmin Staiblin as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
4.1.m	Reelect Barry Stowe as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
4.1.n	Elect John Rafter as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
4.2.1	Reappoint Michel Lies as Member of the Compensation Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
4.2.2	Reappoint Catherine Bessant as Member of the Compensation Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
4.2.3	Reappoint Christoph Franz as Member of the Compensation Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				

Zurich Insurance Group AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.2.4	Reappoint Sabine Keller-Busse as Member of the Compensation Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
4.2.5	Reappoint Kishore Mahbubani as Member of the Compensation Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
4.2.6	Reappoint Jasmin Staiblin as Member of the Compensation Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
4.3	Designate Keller AG as Independent Proxy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concerns.</i>				
4.4	Ratify Ernst & Young AG as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
5.1	Approve Remuneration of Directors in the Amount of CHF 6 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount is in line with market practice.</i>				
5.2	Approve Remuneration of Executive Committee in the Amount of CHF 83 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposal appears to be in line with market practice and does not raise significant concerns.</i>				
6	Transact Other Business (Voting)	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because: * This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and * The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.</i>				

AstraZeneca PLC

Meeting Date: 04/11/2024 **Country:** United Kingdom **Ticker:** AZN
Record Date: 04/09/2024 **Meeting Type:** Annual
Primary Security ID: G0593M107

Shares Voted: 29,215

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

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>				
2	Approve Dividends	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
3	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as no significant concerns have been identified.</i>				
4	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.7 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
5a	Re-elect Michel Demare as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Items 5a to 5l A vote FOR these Directors is warranted as no significant concerns have been identified. Item 5m A vote FOR this Director is considered warranted, although it is not without concern for shareholders: * Marcus Wallenberg holds a significant number of board roles at other publicly-listed companies in addition to his position at the Company. These external time commitments may undermine his ability to serve effectively in his respective roles. The main reason for support is: * All of his directorships at listed companies relate to his role at Investor AB, given its significant stake in those companies. Taking this factor into account, support for his re-election is considered warranted.</i>				
5b	Re-elect Pascal Soriot as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Items 5a to 5l A vote FOR these Directors is warranted as no significant concerns have been identified. Item 5m A vote FOR this Director is considered warranted, although it is not without concern for shareholders: * Marcus Wallenberg holds a significant number of board roles at other publicly-listed companies in addition to his position at the Company. These external time commitments may undermine his ability to serve effectively in his respective roles. The main reason for support is: * All of his directorships at listed companies relate to his role at Investor AB, given its significant stake in those companies. Taking this factor into account, support for his re-election is considered warranted.</i>				
5c	Re-elect Aradhana Sarin as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Items 5a to 5l A vote FOR these Directors is warranted as no significant concerns have been identified. Item 5m A vote FOR this Director is considered warranted, although it is not without concern for shareholders: * Marcus Wallenberg holds a significant number of board roles at other publicly-listed companies in addition to his position at the Company. These external time commitments may undermine his ability to serve effectively in his respective roles. The main reason for support is: * All of his directorships at listed companies relate to his role at Investor AB, given its significant stake in those companies. Taking this factor into account, support for his re-election is considered warranted.</i>				
5d	Re-elect Philip Bradley as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Items 5a to 5l A vote FOR these Directors is warranted as no significant concerns have been identified. Item 5m A vote FOR this Director is considered warranted, although it is not without concern for shareholders: * Marcus Wallenberg holds a significant number of board roles at other publicly-listed companies in addition to his position at the Company. These external time commitments may undermine his ability to serve effectively in his respective roles. The main reason for support is: * All of his directorships at listed companies relate to his role at Investor AB, given its significant stake in those companies. Taking this factor into account, support for his re-election is considered warranted.</i>				
5e	Re-elect Euan Ashley as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Items 5a to 5l A vote FOR these Directors is warranted as no significant concerns have been identified. Item 5m A vote FOR this Director is considered warranted, although it is not without concern for shareholders: * Marcus Wallenberg holds a significant number of board roles at other publicly-listed companies in addition to his position at the Company. These external time commitments may undermine his ability to serve effectively in his respective roles. The main reason for support is: * All of his directorships at listed companies relate to his role at Investor AB, given its significant stake in those companies. Taking this factor into account, support for his re-election is considered warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5f	Re-elect Deborah DiSanzo as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Items 5a to 5l A vote FOR these Directors is warranted as no significant concerns have been identified. Item 5m A vote FOR this Director is considered warranted, although it is not without concern for shareholders: * Marcus Wallenberg holds a significant number of board roles at other publicly-listed companies in addition to his position at the Company. These external time commitments may undermine his ability to serve effectively in his respective roles. The main reason for support is: * All of his directorships at listed companies relate to his role at Investor AB, given its significant stake in those companies. Taking this factor into account, support for his re-election is considered warranted.</i></p>					
5g	Re-elect Diana Layfield as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Items 5a to 5l A vote FOR these Directors is warranted as no significant concerns have been identified. Item 5m A vote FOR this Director is considered warranted, although it is not without concern for shareholders: * Marcus Wallenberg holds a significant number of board roles at other publicly-listed companies in addition to his position at the Company. These external time commitments may undermine his ability to serve effectively in his respective roles. The main reason for support is: * All of his directorships at listed companies relate to his role at Investor AB, given its significant stake in those companies. Taking this factor into account, support for his re-election is considered warranted.</i></p>					
5h	Elect Anna Manz as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Items 5a to 5l A vote FOR these Directors is warranted as no significant concerns have been identified. Item 5m A vote FOR this Director is considered warranted, although it is not without concern for shareholders: * Marcus Wallenberg holds a significant number of board roles at other publicly-listed companies in addition to his position at the Company. These external time commitments may undermine his ability to serve effectively in his respective roles. The main reason for support is: * All of his directorships at listed companies relate to his role at Investor AB, given its significant stake in those companies. Taking this factor into account, support for his re-election is considered warranted.</i></p>					
5i	Re-elect Sheri McCoy as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Items 5a to 5l A vote FOR these Directors is warranted as no significant concerns have been identified. Item 5m A vote FOR this Director is considered warranted, although it is not without concern for shareholders: * Marcus Wallenberg holds a significant number of board roles at other publicly-listed companies in addition to his position at the Company. These external time commitments may undermine his ability to serve effectively in his respective roles. The main reason for support is: * All of his directorships at listed companies relate to his role at Investor AB, given its significant stake in those companies. Taking this factor into account, support for his re-election is considered warranted.</i></p>					
5j	Re-elect Tony Mok as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Items 5a to 5l A vote FOR these Directors is warranted as no significant concerns have been identified. Item 5m A vote FOR this Director is considered warranted, although it is not without concern for shareholders: * Marcus Wallenberg holds a significant number of board roles at other publicly-listed companies in addition to his position at the Company. These external time commitments may undermine his ability to serve effectively in his respective roles. The main reason for support is: * All of his directorships at listed companies relate to his role at Investor AB, given its significant stake in those companies. Taking this factor into account, support for his re-election is considered warranted.</i></p>					
5k	Re-elect Nazneen Rahman as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Items 5a to 5l A vote FOR these Directors is warranted as no significant concerns have been identified. Item 5m A vote FOR this Director is considered warranted, although it is not without concern for shareholders: * Marcus Wallenberg holds a significant number of board roles at other publicly-listed companies in addition to his position at the Company. These external time commitments may undermine his ability to serve effectively in his respective roles. The main reason for support is: * All of his directorships at listed companies relate to his role at Investor AB, given its significant stake in those companies. Taking this factor into account, support for his re-election is considered warranted.</i></p>					
5l	Re-elect Andreas Rummelt as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Items 5a to 5l A vote FOR these Directors is warranted as no significant concerns have been identified. Item 5m A vote FOR this Director is considered warranted, although it is not without concern for shareholders: * Marcus Wallenberg holds a significant number of board roles at other publicly-listed companies in addition to his position at the Company. These external time commitments may undermine his ability to serve effectively in his respective roles. The main reason for support is: * All of his directorships at listed companies relate to his role at Investor AB, given its significant stake in those companies. Taking this factor into account, support for his re-election is considered warranted.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5m	Re-elect Marcus Wallenberg as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Items 5a to 5l A vote FOR these Directors is warranted as no significant concerns have been identified. Item 5m A vote FOR this Director is considered warranted, although it is not without concern for shareholders: * Marcus Wallenberg holds a significant number of board roles at other publicly-listed companies in addition to his position at the Company. These external time commitments may undermine his ability to serve effectively in his respective roles. The main reason for support is: * All of his directorships at listed companies relate to his role at Investor AB, given its significant stake in those companies. Taking this factor into account, support for his re-election is considered warranted.</i>				
6	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as no significant concerns have been identified.</i>				
7	Approve Remuneration Policy	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this item is warranted: * The new maximum pay opportunities, especially a new LTIP maximum of 850% of salary, represent a substantial pay adjustment which positions executive pay very significantly above the Company's FTSE 10 peers. Bonus opportunities are increased simultaneously, further increasing variable pay. * The proposed variable incentive repositioning follows a trend of large increases to potential pay every policy year and represents the opportunity of an additional 3.5x salary since 2020 (although the growth of the Company in market cap, revenue, and TSR since 2020 is also recognised). The merits of the Company's rationale are acknowledged: AstraZeneca undoubtedly has a global reach, is in a high-paying sector, and is led by a very highly regarded CEO. However, the degree by which the new opportunity exceeds FTSE peers is very high, to the extent that support is not recommended.</i>				
8	Amend Performance Share Plan 2020	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this item is warranted: * The new LTIP maximum of 850% of salary represents a significant pay adjustment which positions executive pay significantly above the Company's FTSE 10 peers.</i>				
9	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				
10	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
11	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
12	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
13	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				
14	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>				

Avanza Bank Holding AB

Meeting Date: 04/11/2024

Country: Sweden

Ticker: AZA

Record Date: 04/03/2024

Meeting Type: Annual

Primary Security ID: W1R78Z269

Shares Voted: 2,118

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Open Meeting	Mgmt			
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
2	Elect Chairman of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
3	Prepare and Approve List of Shareholders	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
4	Resolution Regarding Video Recording of the General Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because it is neutral in terms of shareholder value and rights.</i>				
5	Approve Agenda of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
6	Designate Inspector(s) of Minutes of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
7	Acknowledge Proper Convening of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
8	Receive President's Report	Mgmt			
	<i>Voting Policy Rationale: These are non-voting items.</i>				
9	Receive Financial Statements and Statutory Reports	Mgmt			
	<i>Voting Policy Rationale: These are non-voting items.</i>				
10.a	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the approval of the annual accounts is warranted due to a lack of concern regarding the accounts presented or audit procedures used.</i>				
10.b	Approve Allocation of Income and Dividends of SEK 11.50 Per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted due to a lack of controversy surrounding the proposed dividend.</i>				
10c1	Approve Discharge of Board Member Magnus Dybeck	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or CEO have not fulfilled their fiduciary duties.</i>				

Avanza Bank Holding AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10c2	Approve Discharge of Board Member Catharina Eklof	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or CEO have not fulfilled their fiduciary duties.</i>				
10c3	Approve Discharge of Board Member Jonas Hagstromer	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or CEO have not fulfilled their fiduciary duties.</i>				
10c4	Approve Discharge of Board Member Sven Hagstromer	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or CEO have not fulfilled their fiduciary duties.</i>				
10c5	Approve Discharge of Board Member Linda Hellstrom	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or CEO have not fulfilled their fiduciary duties.</i>				
10c6	Approve Discharge of Board Member Johan Roos	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or CEO have not fulfilled their fiduciary duties.</i>				
10c7	Approve Discharge of Board Member John Hedberg	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or CEO have not fulfilled their fiduciary duties.</i>				
10c8	Approve Discharge of Board Member Sofia Sundstrom	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or CEO have not fulfilled their fiduciary duties.</i>				
10c9	Approve Discharge of Board Member Hans Toll	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or CEO have not fulfilled their fiduciary duties.</i>				
10c10	Approve Discharge of Board Member Leemon Wu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or CEO have not fulfilled their fiduciary duties.</i>				
10c11	Approve Discharge of Gunnar Olsson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or CEO have not fulfilled their fiduciary duties.</i>				
10c12	Approve Discharge of Board Member Rikard Josefson (Previous Managing Director)	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or CEO have not fulfilled their fiduciary duties.</i>				
10c13	Approve Discharge of Board Member Knut Frangsmyr (Previous Managing Director)	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or CEO have not fulfilled their fiduciary duties.</i>				

Avanza Bank Holding AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
11	Determine Number of Members of Board to Ten (10)	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because of a lack of controversy concerning the size of the board.</i>				
12.1	Approve Remuneration of Directors in the Amount of SEK 514,000 For Each Director Except Sven Hagstroer (Chair), Jonas Hagstromer, John Hedberg and Magnus Dybeck	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration proposal is warranted because of a lack of concern regarding the proposed fees.</i>				
12.2	Approve Remuneration of Directors in the Amount of SEK 412,000 For Each Director Sven Hagstroer (Chair), Jonas Hagstromer, John Hedberg and Magnus Dybeck	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration proposal is warranted because of a lack of concern regarding the proposed fees.</i>				
12.3	Approve Remuneration for Chairman of the Audit, Risk and Capital Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration proposal is warranted because of a lack of concern regarding the proposed fees.</i>				
12.4	Approve Remuneration for the Audit, Risk and Capital Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration proposal is warranted because of a lack of concern regarding the proposed fees.</i>				
12.5	Approve Remuneration for the Credit Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration proposal is warranted because of a lack of concern regarding the proposed fees.</i>				
12.6	Approve Remuneration for the Remuneration Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration proposal is warranted because of a lack of concern regarding the proposed fees.</i>				
12.7	Approve Remuneration for the IT Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration proposal is warranted because of a lack of concern regarding the proposed fees.</i>				
13	Approve Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
14.1	Reelect Magnus Dybeck as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR candidates Magnus Dybeck, Jonas Hagstromer, Linda Hellstrom, Johan Roos, Leemon Wu, Julia Haglind, Henrik Tjarnstrom, and Lisa Aaberg (Items 14.1, 14.2, 14.5, 14.6, 14.7, 14.8, 14.9 and 14.10) is warranted due to a lack of concern regarding the suitability of these individuals in particular. A vote AGAINST candidates Sven Hagstromer and John Hedberg (Items 14.3 and 14.4) is warranted due to their non-independent status on the remuneration committee with insufficient level of overall independence.</i>				

Avanza Bank Holding AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
14.2	Reelect Jonas Hagstromer as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR candidates Magnus Dybeck, Jonas Hagstromer, Linda Hellstrom, Johan Roos, Leemon Wu, Julia Haglind, Henrik Tjarnstrom, and Lisa Aaberg (Items 14.1, 14.2, 14.5, 14.6, 14.7, 14.8, 14.9 and 14.10) is warranted due to a lack of concern regarding the suitability of these individuals in particular. A vote AGAINST candidates Sven Hagstromer and John Hedberg (Items 14.3 and 14.4) is warranted due to their non-independent status on the remuneration committee with insufficient level of overall independence.</i>				
14.3	Reelect Sven Hagstromer as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote FOR candidates Magnus Dybeck, Jonas Hagstromer, Linda Hellstrom, Johan Roos, Leemon Wu, Julia Haglind, Henrik Tjarnstrom, and Lisa Aaberg (Items 14.1, 14.2, 14.5, 14.6, 14.7, 14.8, 14.9 and 14.10) is warranted due to a lack of concern regarding the suitability of these individuals in particular. A vote AGAINST candidates Sven Hagstromer and John Hedberg (Items 14.3 and 14.4) is warranted due to their non-independent status on the remuneration committee with insufficient level of overall independence.</i>				
14.4	Reelect John Hedberg as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote FOR candidates Magnus Dybeck, Jonas Hagstromer, Linda Hellstrom, Johan Roos, Leemon Wu, Julia Haglind, Henrik Tjarnstrom, and Lisa Aaberg (Items 14.1, 14.2, 14.5, 14.6, 14.7, 14.8, 14.9 and 14.10) is warranted due to a lack of concern regarding the suitability of these individuals in particular. A vote AGAINST candidates Sven Hagstromer and John Hedberg (Items 14.3 and 14.4) is warranted due to their non-independent status on the remuneration committee with insufficient level of overall independence.</i>				
14.5	Reelect Linda Hellstrom as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR candidates Magnus Dybeck, Jonas Hagstromer, Linda Hellstrom, Johan Roos, Leemon Wu, Julia Haglind, Henrik Tjarnstrom, and Lisa Aaberg (Items 14.1, 14.2, 14.5, 14.6, 14.7, 14.8, 14.9 and 14.10) is warranted due to a lack of concern regarding the suitability of these individuals in particular. A vote AGAINST candidates Sven Hagstromer and John Hedberg (Items 14.3 and 14.4) is warranted due to their non-independent status on the remuneration committee with insufficient level of overall independence.</i>				
14.6	Reelect Johan Roos as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR candidates Magnus Dybeck, Jonas Hagstromer, Linda Hellstrom, Johan Roos, Leemon Wu, Julia Haglind, Henrik Tjarnstrom, and Lisa Aaberg (Items 14.1, 14.2, 14.5, 14.6, 14.7, 14.8, 14.9 and 14.10) is warranted due to a lack of concern regarding the suitability of these individuals in particular. A vote AGAINST candidates Sven Hagstromer and John Hedberg (Items 14.3 and 14.4) is warranted due to their non-independent status on the remuneration committee with insufficient level of overall independence.</i>				
14.7	Reelect Leemon Wu as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR candidates Magnus Dybeck, Jonas Hagstromer, Linda Hellstrom, Johan Roos, Leemon Wu, Julia Haglind, Henrik Tjarnstrom, and Lisa Aaberg (Items 14.1, 14.2, 14.5, 14.6, 14.7, 14.8, 14.9 and 14.10) is warranted due to a lack of concern regarding the suitability of these individuals in particular. A vote AGAINST candidates Sven Hagstromer and John Hedberg (Items 14.3 and 14.4) is warranted due to their non-independent status on the remuneration committee with insufficient level of overall independence.</i>				
14.8	Elect Julia Haglind as New Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR candidates Magnus Dybeck, Jonas Hagstromer, Linda Hellstrom, Johan Roos, Leemon Wu, Julia Haglind, Henrik Tjarnstrom, and Lisa Aaberg (Items 14.1, 14.2, 14.5, 14.6, 14.7, 14.8, 14.9 and 14.10) is warranted due to a lack of concern regarding the suitability of these individuals in particular. A vote AGAINST candidates Sven Hagstromer and John Hedberg (Items 14.3 and 14.4) is warranted due to their non-independent status on the remuneration committee with insufficient level of overall independence.</i>				
14.9	Elect Lisa Aberg as New Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR candidates Magnus Dybeck, Jonas Hagstromer, Linda Hellstrom, Johan Roos, Leemon Wu, Julia Haglind, Henrik Tjarnstrom, and Lisa Aaberg (Items 14.1, 14.2, 14.5, 14.6, 14.7, 14.8, 14.9 and 14.10) is warranted due to a lack of concern regarding the suitability of these individuals in particular. A vote AGAINST candidates Sven Hagstromer and John Hedberg (Items 14.3 and 14.4) is warranted due to their non-independent status on the remuneration committee with insufficient level of overall independence.</i>				

Avanza Bank Holding AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
15.1	Reelect Sven Hagstromer as Board Chair	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this item is warranted because the election of this individual to the board of directors is not supported.</i>				
15.2	Elect John Hedberg as Vice Chairman	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this item is warranted because the election of this individual to the board of directors is not supported.</i>				
16	Ratify KPMG as Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
17.a	Authorize Share Repurchase Program	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals to repurchase and reissue company shares is warranted, despite the lack of a disclosed volume limit, because: * There are acceptable limits on holding and duration; and * There is no evidence of past abuse of repurchase authorities.</i>				
17.b	Authorize Reissuance of Repurchased Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals to repurchase and reissue company shares is warranted, despite the lack of a disclosed volume limit, because: * There are acceptable limits on holding and duration; and * There is no evidence of past abuse of repurchase authorities.</i>				
18	Approve Issuance of up to 10 Percent of the Company's Share Capital without Preemptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this issuance authorization is warranted because the potential share capital increase is not excessive.</i>				
19	Approve Incentive Program 2024/2027 for Employees	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as the proposed plan is largely aligned with Swedish executive compensation market practices.</i>				
20	Approve Remuneration Policy And Other Terms of Employment For Executive Management	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed remuneration policy is well described and does not contravene good European executive remuneration practice.</i>				
21	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed remuneration report is well described and does not contravene good European executive remuneration practice. However, concerns are noted regarding the termination payments to the former CEO which have a risk of being excessive without further context.</i>				
22	Close Meeting	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting formality.</i>				

Banca Monte dei Paschi di Siena SpA

Meeting Date: 04/11/2024

Country: Italy

Ticker: BMPS

Record Date: 04/02/2024

Meeting Type: Annual

Primary Security ID: T1188K429

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Ordinary Business	Mgmt			
	Management Proposals	Mgmt			
1.1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the company's financial statements and the proposed income allocation do not raise concerns. Support for the approval of the financial statements is however qualified due to the shareholder meeting format, which will not allow shareholders to actively participate in the AGM and interact with the management during the meeting.</i>				
1.2	Approve Allocation of Income	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the company's financial statements and the proposed income allocation do not raise concerns. Support for the approval of the financial statements is however qualified due to the shareholder meeting format, which will not allow shareholders to actively participate in the AGM and interact with the management during the meeting.</i>				
2.1	Approve Remuneration Policy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed remuneration policy is well described and does not contravene good European executive remuneration practice. This is not without highlighting that the company can pay discretionary bonus under not-clearly specified extraordinary circumstances and with reference to the derogation powers of the board, severance payments are included among the components of the remuneration from which is possible to derogate.</i>				
2.2	Approve Second Section of the Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: This item warrants a vote FOR because the 2023 compensation practices of the company are well described and do not contravene good market standards.</i>				
3	Approve 2024 Incentive System	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the terms of the proposed equity plan are not problematic.</i>				
	Shareholder Proposal Submitted by Institutional Investors (Assogestioni)	Mgmt			
4	Elect Raffaele Oriani as Director	SH	None	For	For
	<i>Voting Policy Rationale: VOTE RECOMMENDATION This item warrants a vote FOR because name and details of the nominee have been disclosed by the company, and no concerns have been noticed.</i>				
	Shareholder Proposal Submitted by Ministry of Economy and Finance	Mgmt			
5.1	Appoint Giacomo Granata as Internal Primary Statutory Auditor	SH	None	For	For
	<i>Voting Policy Rationale: VOTE RECOMMENDATION This Item warrants a vote FOR because the profile and details of the proposed candidate have been disclosed, and no concerns have been noticed.</i>				
	Shareholder Proposal Submitted by Institutional Investors (Assogestioni)	Mgmt			

Banca Monte dei Paschi di Siena SpA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5.2	Appoint Paola Lucia Giordano as Alternate Internal Statutory Auditor	SH	None	For	For
<p><i>Voting Policy Rationale: VOTE RECOMMENDATION This Item warrants a vote FOR because the profile and details of the proposed candidate have been disclosed, and no concerns have been noticed.</i></p> <p>Management Proposal</p>					
5.3	Appoint Further Alternate Internal Statutory Auditor if Necessary	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: These items warrant a vote AGAINST because the name and details of the nominees have not been disclosed.</i></p>					

Davide Campari-Milano NV

Meeting Date: 04/11/2024 **Country:** Netherlands **Ticker:** CPR
Record Date: 03/14/2024 **Meeting Type:** Annual
Primary Security ID: N24565108

Shares Voted: 8,553

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Annual Meeting Agenda	Mgmt			
	Open Meeting	Mgmt			
<p><i>Voting Policy Rationale: No vote is required for this item.</i></p>					
2a	Receive Annual Report	Mgmt			
<p><i>Voting Policy Rationale: No vote is required for this item.</i></p>					
2b	Approve Remuneration Report	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST is warranted because: * The company provides no feedback on last year's vote on the report which approximately received 16.5 percent against votes, and 75 percent of free-float votes indicating substantial minority shareholder dissent; * The company did not provide disclosure on STI performance targets not enabling further understanding of the pay for performance alignment; * Continued concern for the existence of a 'last mile' award possibility of up to EUR 30 million to the CEO; and * The design of the long-term incentive plan, which is lacking a detailed performance assessment, in deviation of best market practice.</i></p>					
2c	Adopt Financial Statements	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is warranted because of the absence of concern with the company's audit procedures or its auditors.</i></p>					
3a	Receive Explanation on Company's Reserves and Dividend Policy	Mgmt			
<p><i>Voting Policy Rationale: This is a non-voting item.</i></p>					
3b	Approve Dividends	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the dividend proposal is warranted. Although the company proposes to grant less than 30 percent of the earnings per share, the company gives adequate explanation why this is consistent with the company's dividend policy.</i></p>					

Davide Campari-Milano NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4a	Approve Discharge of Executive Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR Item 4a is warranted because of the absence of any information about significant and compelling controversies that the board is not fulfilling its fiduciary duties. A vote AGAINST the discharge of the supervisory board (Item 4b) is warranted because board chairman, Luca Garavoglia and non-executive director Alessandra Garavoglia are beneficiaries of the company's unequal voting structure. Since the discharge resolution is currently bundled, it does not allow shareholders to target individuals primarily responsible for, or benefiting from, the unequal vote structure.</i>				
4b	Approve Discharge of Non-Executive Directors	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote FOR item 4a is warranted because of the absence of any information about significant and compelling controversies that the board is not fulfilling its fiduciary duties. A vote AGAINST the discharge of the supervisory board (Item 4b) is warranted because board chairman, Luca Garavoglia and non-executive director Alessandra Garavoglia are beneficiaries of the company's unequal voting structure. Since the discharge resolution is currently bundled, it does not allow shareholders to target individuals primarily responsible for, or benefiting from, the unequal vote structure.</i>				
5a	Elect Matteo Fantacchiotti as Executive Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the election of Matteo Fantacchiotti (Item 5a) is warranted because: * The nominees are elected for a period not exceeding four years; * The candidates appear to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidates A vote AGAINST incumbent nominee Robert (Bob) Kunze-Concewitz is also warranted for lack of diversity on the board.</i>				
5b	Elect Robert Kunze-Concewitz as Non-Executive Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote FOR the election of Matteo Fantacchiotti (Item 5a) is warranted because: * The nominees are elected for a period not exceeding four years; * The candidates appear to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidates A vote AGAINST incumbent nominee Robert (Bob) Kunze-Concewitz is also warranted for lack of diversity on the board.</i>				
6	Approve Remuneration Policy	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because: * The proposed inclusion of a last mile incentive plan could lead to excessive pay (i.e. up to EUR 60 million for the CEO); * The clear and concrete disclosure on applicable performance metrics on both the STI and LTI is lacking; * A substantial part of the LTI (67%) is not subject to performance conditions; * The derogation clause is broad in scope and allows for the allocation of one-off payments in deviation from the remuneration policy.</i>				
7	Approve Long Term Incentive Plan for the Members of the Lead Team	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because: * Two-thirds of the plan grant are not tied to performance metrics and is in deviation of market best practice. * The board appears to be able to additional award 20 percent of shares to be able to satisfy the minimum investment period. It is unclear how this mechanism works but appears to be designed to top-up LTI awards and is in deviation of a strong pay for performance framework. * There is no disclosure on the TSR peer group, not enabling an assessment of the stringency of the vesting schedule.</i>				
8	Approve Long Term Incentive Plan for Selected Beneficiaries, other than the Members of the Lead Team	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted as this is a more broad based employee plan (executives do not participate) and aims to provide the relevant employees with shares equal their classification and gross salary.</i>				
9	Approve CFOO Last Mile Incentive Plan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this item is warranted because: * The outcome of the plan may lead to excessive pay (in the case of the CEO for up to EUR 60 million); * The company failed in disclosing the performance assessment for 85 percent of the performance metrics weight.</i>				

Davide Campari-Milano NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10	Authorize Board to Repurchase Shares	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because this proposal is not in line with commonly used safeguards regarding holding limits of repurchased shares.</i>				
11	Close Meeting	Mgmt			
	<i>Voting Policy Rationale: No vote is required for this item.</i>				

Ferrovial SE

Meeting Date: 04/11/2024 **Country:** Netherlands **Ticker:** FER
Record Date: 03/14/2024 **Meeting Type:** Annual
Primary Security ID: N3168P101

Shares Voted: 80,181

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt			
1	Open Meeting	Mgmt			
	<i>Voting Policy Rationale: No vote is required for this item.</i>				
2a	Receive Report of Management Board (Non-Voting)	Mgmt			
	<i>Voting Policy Rationale: No vote is required for this item.</i>				
2b	Receive Explanation on Company's Reserves and Dividend Policy	Mgmt			
	<i>Voting Policy Rationale: No vote is required for this item.</i>				
2c	Discussion on Company's Corporate Governance Structure	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
2d	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted as the proposed remuneration report is in in line with market practice, regarding actual content and disclosure.</i>				
2e	Adopt Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because of the absence of concern with the company's audit procedures or its auditors.</i>				
3	Approve Climate Strategy Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted based to the following considerations: * In 2023, the board has set up a sustainability committee. Even though it is not a board committee, this is a positive governance development; * The company is working on reviewing its climate strategy to make it more ambitious, with the aim of updating the neutrality commitment towards a Net-Zero scenario. However, this is not without the following concerns: * Currently, the company excludes from its scope 3 reduction targets, category 1 (purchased goods and services) and category 2 (capital goods), which accounted for 30.4 percent of the scope 3 emissions in 2023. * The company's current strategy is aligned with a 2°C scenario, and is not SBTi-sponsored 'net zero'.</i>				

Ferrovial SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Approve Discharge of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because of the absence of any information about significant and compelling controversies that the board is not fulfilling its fiduciary duties.</i>				
5	Ratify Ernst & Young Accountants LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
6a	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposal under item 6a-7a is warranted because it is in line with commonly used safeguards regarding volume and duration.</i>				
6b	Grant Board Authority to Issue Shares Up To 5 Percent of Issued Capital for Purposes of Scrip Dividends	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposal under item 6b-7b is warranted because it is requested specifically for the purpose of potential scrip dividend and it is in line with commonly used safeguards regarding volume and duration.</i>				
7a	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposal under item 6a-7a is warranted because it is in line with commonly used safeguards regarding volume and duration.</i>				
7b	Authorize Board to Exclude Preemptive Rights from Share Issuances for Purposes of Scrip Dividends	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposal under item 6b-7b is warranted because it is requested specifically for the purpose of potential scrip dividend and it is in line with commonly used safeguards regarding volume and duration.</i>				
8	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because: * This proposal is in line with commonly used safeguards regarding volume and pricing; * The authorization would allow Ferrovial SE to repurchase up to 10.00 percent of the issued share capital; and * The authorization would allow the company to repurchase shares for less or up to 110 percent of the share price prior to the repurchase.</i>				
9	Approve Cancellation of Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the cancellation of shares is in shareholders' interests.</i>				
10	Close Meeting	Mgmt			
	<i>Voting Policy Rationale: No vote is required for this item.</i>				

Fortnox AB

Meeting Date: 04/11/2024

Country: Sweden

Ticker: FNOX

Record Date: 04/03/2024

Meeting Type: Annual

Primary Security ID: W3841J233

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Open Meeting	Mgmt			
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
2	Elect Chairman of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
3	Prepare and Approve List of Shareholders	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
4	Approve Agenda of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
5	Designate Inspector(s) of Minutes of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
6	Acknowledge Proper Convening of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
7	Receive CEO's Report	Mgmt			
	<i>Voting Policy Rationale: These are non-voting items.</i>				
8	Receive Financial Statements and Statutory Reports	Mgmt			
	<i>Voting Policy Rationale: These are non-voting items.</i>				
9.a	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the approval of the annual accounts is warranted due to a lack of concern regarding the accounts presented or audit procedures used.</i>				
9.b	Approve Allocation of Income and Dividends of SEK 0.20 Per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted because the proposed dividend is in line with the company's strategy.</i>				
9c.1	Approve Discharge of Board Chairman Olof Hallrup	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or CEO have not fulfilled their fiduciary duties.</i>				
9c.2	Approve Discharge of Anna Frick	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or CEO have not fulfilled their fiduciary duties.</i>				
9c.3	Approve Discharge of Lena Glader	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or CEO have not fulfilled their fiduciary duties.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
9c.4	Approve Discharge of Magnus Gudehn	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or CEO have not fulfilled their fiduciary duties.</i>				
9c.5	Approve Discharge of Per Bertland	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or CEO have not fulfilled their fiduciary duties.</i>				
9.c.6	Approve Discharge CEO of Tommy Eklund	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or CEO have not fulfilled their fiduciary duties.</i>				
10.1	Determine Number of Members (5) and Deputy Members (0) of Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because of a lack of controversy concerning the size of the board.</i>				
10.2	Determine Number of Auditors (1)	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because of a lack of controversy concerning the number of auditors.</i>				
11.1	Approve Remuneration of Directors in the Amount of SEK 755,000 to Chairman and 325,000 to Other Directors; Approve Remuneration for Committee Work	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration proposal is warranted because of a lack of concern regarding the proposed fees.</i>				
11.2	Approve Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
12.1	Reelect Anna Frick as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all candidates (Items 12.1-12.3, and 12.5 and 12.6) is warranted due to a lack of concern regarding the composition of the board or its committees. (Item 12.4 concerns the election of the board chair, as resolved further below.)</i>				
12.2	Reelect Magnus Gudehn as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all candidates (Items 12.1-12.3, and 12.5 and 12.6) is warranted due to a lack of concern regarding the composition of the board or its committees. (Item 12.4 concerns the election of the board chair, as resolved further below.)</i>				
12.3	Reelect Olof Hallrup as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all candidates (Items 12.1-12.3, and 12.5 and 12.6) is warranted due to a lack of concern regarding the composition of the board or its committees. (Item 12.4 concerns the election of the board chair, as resolved further below.)</i>				
12.4	Reelect Olof Hallrup as Board Chair	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because there are no concerns with the election of this individual as board chairman.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
12.5	Reelect Lena Glader as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all candidates (Items 12.1-12.3, and 12.5 and 12.6) is warranted due to a lack of concern regarding the composition of the board or its committees. (Item 12.4 concerns the election of the board chair, as resolved further below.)</i>				
12.6	Reelect Per Bertland as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all candidates (Items 12.1-12.3, and 12.5 and 12.6) is warranted due to a lack of concern regarding the composition of the board or its committees. (Item 12.4 concerns the election of the board chair, as resolved further below.)</i>				
12.7	Ratify KPMG as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
13	Authorize Chairman of the Board and Representatives of Three of Company's Largest Shareholders to Serve on Nominating Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the approval of the procedure for the appointment of a nominating committee is warranted due to the local market practice of including non-board members in the nominating committee.</i>				
14	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed remuneration report is well described and does not contravene good European executive remuneration practice. However, the vote is qualified due to poor disclosure of achievement and targets.</i>				
15.A	Approve Share Savings Program 2024	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the terms of the proposed equity plan are not problematic.</i>				
15.B	Approve Equity Plan Financing Through Repurchase of Own Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted as the proposed decisions would fund equity remuneration plans that do not raise concerns.</i>				
15.C	Approve Equity Plan Financing Through Transfer of Own Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted as the proposed decisions would fund equity remuneration plans that do not raise concerns.</i>				
15.D	Approve Transfer of Own Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted as the proposed decisions would fund equity remuneration plans that do not raise concerns.</i>				
15.E	Approve Third Party Swap Agreement as Alternative Equity Plan Financing	Mgmt	For	For	For
	<i>Voting Policy Rationale: A qualified vote FOR this item is warranted. While the proposal is more expensive and in effect used to circumvent minority protection rules, it will only be used as a last resort and is considered acceptable market practice.</i>				
16	Approve Issuance of up to 10 Percent of Share Capital without Preemptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this issuance authorization is warranted because the potential share capital increase is not excessive.</i>				

Fortnox AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
17	Close Meeting	Mgmt			
<i>Voting Policy Rationale: This is a non-voting formality.</i>					

Royal Bank of Canada

Meeting Date: 04/11/2024 Country: Canada Ticker: RY
 Record Date: 02/13/2024 Meeting Type: Annual
 Primary Security ID: 780087102

Shares Voted: 9,685

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Mirko Bibic	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Mirko Bibic, Andrew Chisholm, Cynthia Devine, Roberta Jamieson, and Maryann Turcke for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.2	Elect Director Andrew A. Chisholm	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Mirko Bibic, Andrew Chisholm, Cynthia Devine, Roberta Jamieson, and Maryann Turcke for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.3	Elect Director Jacynthe Cote	Mgmt	For	For	For
<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Mirko Bibic, Andrew Chisholm, Cynthia Devine, Roberta Jamieson, and Maryann Turcke for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.4	Elect Director Toos N. Daruvala	Mgmt	For	For	For
<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Mirko Bibic, Andrew Chisholm, Cynthia Devine, Roberta Jamieson, and Maryann Turcke for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.5	Elect Director Cynthia Devine	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Mirko Bibic, Andrew Chisholm, Cynthia Devine, Roberta Jamieson, and Maryann Turcke for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.6	Elect Director Roberta L. Jamieson	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Mirko Bibic, Andrew Chisholm, Cynthia Devine, Roberta Jamieson, and Maryann Turcke for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.7	Elect Director David McKay	Mgmt	For	For	For
<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Mirko Bibic, Andrew Chisholm, Cynthia Devine, Roberta Jamieson, and Maryann Turcke for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.8	Elect Director Amanda Norton	Mgmt	For	For	For
<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Mirko Bibic, Andrew Chisholm, Cynthia Devine, Roberta Jamieson, and Maryann Turcke for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.9	Elect Director Barry Perry	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Mirko Bibic, Andrew Chisholm, Cynthia Devine, Roberta Jamieson, and Maryann Turcke for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.10	Elect Director Maryann Turcke	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Mirko Bibic, Andrew Chisholm, Cynthia Devine, Roberta Jamieson, and Maryann Turcke for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.11	Elect Director Thierry Vandal	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Mirko Bibic, Andrew Chisholm, Cynthia Devine, Roberta Jamieson, and Maryann Turcke for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.12	Elect Director Frank Vettese	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Mirko Bibic, Andrew Chisholm, Cynthia Devine, Roberta Jamieson, and Maryann Turcke for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.13	Elect Director Jeffery Yabuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Mirko Bibic, Andrew Chisholm, Cynthia Devine, Roberta Jamieson, and Maryann Turcke for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.41 percent of the total audit fees paid to the auditor are attributable to non-audit fees.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR this non-binding advisory vote. The high concern is mitigated to medium after considering the following factors: * CEO compensation appears more reasonably aligned with relative TSR performance when compared to the bank's selected compensation peer group over longer time horizons; * certain operational metrics have generally outperformed or been in line with other comparable Canadian banking peers during the last three years; and * 90 percent of total direct compensation awarded to the CEO was "at-risk". 58 percent of total direct compensation comprise PDSUs which reflect a relative TSR component. On balance, there does not appear to be a pay-for-performance misalignment at this time. Social Advisory Services will continue to monitor the company's compensation structure for any potential misalignment between CEO pay and company performance.</i>				
	Shareholder Proposals	Mgmt			
1	SP 1: Disclose Clean Energy to Fossil Fuel Financing Ratios	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as it would help shareholders better evaluate the company's management of climate risks from its lending and underwriting activities. Additionally, shareholders would benefit from a stronger alignment between the company's stated goals, its fossil fuel policy, and its actions regarding corporate responsibility.</i>				
2	SP 2: Report on Impact of Oil and Gas Divestment	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this shareholder proposal is warranted at this time. The bank's disclosure is aligned with industry best practices and already meets the proponents request that the bank disclose its exposure to oil and gas divestment. The proponents request that the bank further qualify and quantify the impacts of divestment from the Canadian oil and gas sector on shareholder value and other relevant economic analysis is overly prescriptive and goes beyond industry best practices and existing or upcoming regulatory frameworks.</i>				

Royal Bank of Canada

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	SP 3: Disclose the CEO Compensation to Median Worker Pay Ratio on an Annual Basis	SH	Against	For	For
	<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted for the following reasons: * Enhanced disclosures of pay disparities between the executive and regular employees could allow for more informed and contextual assessments by shareholder of whether executive compensation practices are reasonable and fair; and * Excessive pay disparities between the CEO and rank-and-file employees could pose risks to long-term shareholder value, and impact employee morale as well as a company's standing in the communities in which it operates.</i></p>				
4	SP 4: Hold Annual Meetings of the Company in Person with Virtual Meetings as Complements	SH	Against	For	For
	<p><i>Voting Policy Rationale: Vote FOR this shareholder proposal. Similar to last year, the bank will be holding its 2024 annual shareholder meeting in hybrid format. However, in its response, the board indicates that despite its current hybrid meeting format, virtual-only meetings may support the bank's environmental objectives, reduce costs associated with annual shareholder meetings, provide shareholders with the same rights and opportunities, and increase flexibility. While many investors recognize the potential benefits of enabling participation at shareholder meetings via electronic means as a potential enhancement to shareholder rights, especially when combined with a physical meeting, they also raise concerns about moves to eliminate physical shareholder meetings, arguing that virtual-only meetings may hinder meaningful exchanges between management and shareholders, enable management to avoid uncomfortable questions, increase the likelihood of marginalizing certain shareholders, and contribute to an erosion of shareholder rights. In addition, compelling investor feedback indicates that a significant majority of shareholders want to retain the ability to attend shareholder meetings in person, even if in a given year they elect to participate only virtually. Furthermore, if unforeseen circumstances arise, companies governed by the Bank Act can hold a virtual meeting in lieu of an in-person meeting by obtaining a court order. In the absence of any extenuating circumstances preventing the bank from holding an in-person meeting, a vote FOR the proponent's request is warranted at this time.</i></p>				
5	SP 5: Disclose Non-Confidential Information Relating to the Bank's Country-by-Country Reporting	SH	Against	For	For
	<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as public disclosure of the requested information would enhance the company's tax transparency and overall calculation of compensation ratios.</i></p>				
6	SP 6: Report on Loans Made by the Bank in Support of the Circular Economy	SH	Against	For	For
	<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as shareholders would benefit from additional information regarding the company's sustainability commitments and management of related risks.</i></p>				
7	SP 7: Advisory Vote on Environmental Policies	SH	Against	For	For
	<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted. Additional information on the company's plan to reduce its GHG emissions would allow investors to better understand how the company is managing its climate change related risks and it would allow shareholders to express their opinions on the climate risk management practices of the company.</i></p>				

Straumann Holding AG

Meeting Date: 04/12/2024

Country: Switzerland

Ticker: STMN

Record Date:

Meeting Type: Annual

Primary Security ID: H8300N127

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the annual accounts, annual report, and auditor's report for the fiscal year in review is warranted.</i>				
1.2	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the remuneration report is warranted because the company's remuneration practices are in line with market practice and pay and performance appear reasonably aligned at this time.</i>				
1.3	Approve Non-Financial Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the approval of the company's non-financial report is warranted due to a lack of significant concerns.</i>				
2	Approve Allocation of Income and Dividends of CHF 0.85 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i>				
3	Approve Discharge of Board and Senior Management	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the formal discharge of the board of directors and senior management is warranted, as there is no evidence that the board and senior management have not fulfilled their fiduciary duties.</i>				
4	Approve Remuneration of Directors in the Amount of CHF 2.6 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount is in line with market practice.</i>				
5.1	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 10.2 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because the proposals appear to be in line with market practice and do not raise significant concerns.</i>				
5.2	Approve Long-Term Variable Remuneration of Executive Committee in the Amount of CHF 3.8 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because the proposals appear to be in line with market practice and do not raise significant concerns.</i>				
5.3	Approve Short-Term Variable Remuneration of Executive Committee in the Amount of CHF 7.2 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because the proposals appear to be in line with market practice and do not raise significant concerns.</i>				
6.1	Reelect Petra Rumpf as Director and Board Chair	Mgmt	For	For	For
	<i>Voting Policy Rationale: Board elections (Items 6.1 – 6.7) A vote AGAINST Marco Gadola is warranted because he holds an excessive number of mandates at listed companies. Votes FOR the remaining nominees are warranted due to a lack of further concerns. Committee elections (Items 7.1– 7.3) A vote AGAINST Marco Gadola is warranted because his election to the board does not warrant support. Votes FOR the remaining nominees are warranted due to a lack of concerns.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6.2	Reelect Olivier Filliol as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Board elections (Items 6.1 – 6.7) A vote AGAINST Marco Gadola is warranted because he holds an excessive number of mandates at listed companies. Votes FOR the remaining nominees are warranted due to a lack of further concerns. Committee elections (Items 7.1– 7.3) A vote AGAINST Marco Gadola is warranted because his election to the board does not warrant support. Votes FOR the remaining nominees are warranted due to a lack of concerns.</i>				
6.3	Reelect Marco Gadola as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Board elections (Items 6.1 – 6.7) A vote AGAINST Marco Gadola is warranted because he holds an excessive number of mandates at listed companies. Votes FOR the remaining nominees are warranted due to a lack of further concerns. Committee elections (Items 7.1– 7.3) A vote AGAINST Marco Gadola is warranted because his election to the board does not warrant support. Votes FOR the remaining nominees are warranted due to a lack of concerns.</i>				
6.4	Reelect Thomas Straumann as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Board elections (Items 6.1 – 6.7) A vote AGAINST Marco Gadola is warranted because he holds an excessive number of mandates at listed companies. Votes FOR the remaining nominees are warranted due to a lack of further concerns. Committee elections (Items 7.1– 7.3) A vote AGAINST Marco Gadola is warranted because his election to the board does not warrant support. Votes FOR the remaining nominees are warranted due to a lack of concerns.</i>				
6.5	Reelect Regula Wallimann as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Board elections (Items 6.1 – 6.7) A vote AGAINST Marco Gadola is warranted because he holds an excessive number of mandates at listed companies. Votes FOR the remaining nominees are warranted due to a lack of further concerns. Committee elections (Items 7.1– 7.3) A vote AGAINST Marco Gadola is warranted because his election to the board does not warrant support. Votes FOR the remaining nominees are warranted due to a lack of concerns.</i>				
6.6	Elect Xiaoqun Clever-Steg as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Board elections (Items 6.1 – 6.7) A vote AGAINST Marco Gadola is warranted because he holds an excessive number of mandates at listed companies. Votes FOR the remaining nominees are warranted due to a lack of further concerns. Committee elections (Items 7.1– 7.3) A vote AGAINST Marco Gadola is warranted because his election to the board does not warrant support. Votes FOR the remaining nominees are warranted due to a lack of concerns.</i>				
6.7	Elect Stefan Meister as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Board elections (Items 6.1 – 6.7) A vote AGAINST Marco Gadola is warranted because he holds an excessive number of mandates at listed companies. Votes FOR the remaining nominees are warranted due to a lack of further concerns. Committee elections (Items 7.1– 7.3) A vote AGAINST Marco Gadola is warranted because his election to the board does not warrant support. Votes FOR the remaining nominees are warranted due to a lack of concerns.</i>				
7.1	Appoint Olivier Filliol as Member of the Human Resources and Compensation Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: Board elections (Items 6.1 – 6.7) A vote AGAINST Marco Gadola is warranted because he holds an excessive number of mandates at listed companies. Votes FOR the remaining nominees are warranted due to a lack of further concerns. Committee elections (Items 7.1– 7.3) A vote AGAINST Marco Gadola is warranted because his election to the board does not warrant support. Votes FOR the remaining nominees are warranted due to a lack of concerns.</i>				
7.2	Reappoint Marco Gadola as Member of the Human Resources and Compensation Committee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Board elections (Items 6.1 – 6.7) A vote AGAINST Marco Gadola is warranted because he holds an excessive number of mandates at listed companies. Votes FOR the remaining nominees are warranted due to a lack of further concerns. Committee elections (Items 7.1– 7.3) A vote AGAINST Marco Gadola is warranted because his election to the board does not warrant support. Votes FOR the remaining nominees are warranted due to a lack of concerns.</i>				

Straumann Holding AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7.3	Reappoint Regula Wallimann as Member of the Human Resources and Compensation Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: Board elections (Items 6.1 – 6.7) A vote AGAINST Marco Gadola is warranted because he holds an excessive number of mandates at listed companies. Votes FOR the remaining nominees are warranted due to a lack of further concerns. Committee elections (Items 7.1– 7.3) A vote AGAINST Marco Gadola is warranted because his election to the board does not warrant support. Votes FOR the remaining nominees are warranted due to a lack of concerns.</i>				
8	Designate NEOVIUS AG as Independent Proxy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concerns.</i>				
9	Ratify Ernst & Young AG as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
10	Transact Other Business (Voting)	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because: * This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and * The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.</i>				

Swiss Re AG

Meeting Date: 04/12/2024

Country: Switzerland

Ticker: SREN

Record Date: 04/08/2024

Meeting Type: Annual

Primary Security ID: H8431B109

Shares Voted: 426

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the remuneration report is warranted because the company's remuneration practices are in line with market practice and pay and performance appear reasonably aligned at this time.</i>				
1.2	Approve Sustainability Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the approval of the company's non-financial report is warranted due to a lack of significant concerns.</i>				
1.3	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the annual accounts, annual report, and auditor's report for the fiscal year in review is warranted.</i>				
2	Approve Allocation of Income and Dividends of USD 6.80 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Variable Short-Term Remuneration of Executive Committee in the Amount of CHF 15 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because the proposals appear to be in line with market practice and do not raise significant concerns.</i>				
4	Approve Discharge of Board of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the formal discharge of the board of directors is warranted, as there is no evidence that the board have not fulfilled their fiduciary duties.</i>				
5.1.a	Reelect Jacques de Vaucleroy as Director and Board Chair	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
5.1.b	Reelect Karen Gavan as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
5.1.c	Reelect Vanessa Lau as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
5.1.d	Reelect Joachim Oechslin as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
5.1.e	Reelect Deanna Ong as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
5.1.f	Reelect Jay Ralph as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
5.1.g	Reelect Joerg Reinhardt as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
5.1.h	Reelect Philip Ryan as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
5.1.i	Reelect Pia Tischhauser as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
5.1.j	Reelect Paul Tucker as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5.1.k	Reelect Larry Zimpleman as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
5.1.l	Elect Geraldine Matchett as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
5.2.1	Reappoint Karen Gavan as Member of the Compensation Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
5.2.2	Reappoint Deanna Ong as Member of the Compensation Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
5.2.3	Reappoint Jay Ralph as Member of the Compensation Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
5.2.4	Reappoint Joerg Reinhardt as Member of the Compensation Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
5.3	Designate Proxy Voting Services GmbH as Independent Proxy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concerns.</i>				
5.4	Ratify KPMG as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
6.1	Approve Remuneration of Directors in the Amount of CHF 9 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount is in line with market practice.</i>				
6.2	Approve Fixed and Variable Long-Term Remuneration of Executive Committee in the Amount of CHF 29 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because the proposals appear to be in line with market practice and do not raise significant concerns.</i>				
7	Transact Other Business (Voting)	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because: * This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and * The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.</i>				

Meeting Date: 04/12/2024

Country: Italy

Ticker: UCG

Record Date: 04/03/2024

Meeting Type: Annual/Special

Primary Security ID: T9T23L642

Shares Voted: 29,108

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Ordinary Business Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote FOR Item 1 given the lack of concern regarding the accounts presented or audit procedures used. Support for the approval of the financial statements is however qualified due to the shareholder meeting format, which will not allow shareholders to actively participate in the AGM and interact with the management during the meeting. Item 2 merits a vote FOR because the proposed dividend distribution and the underlying shareholder remuneration policy are supported by UniCredit's positive results and robust capital structure at the moment.</i></p>					
2	Approve Allocation of Income	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote FOR Item 1 given the lack of concern regarding the accounts presented or audit procedures used. Support for the approval of the financial statements is however qualified due to the shareholder meeting format, which will not allow shareholders to actively participate in the AGM and interact with the management during the meeting. Item 2 merits a vote FOR because the proposed dividend distribution and the underlying shareholder remuneration policy are supported by UniCredit's positive results and robust capital structure at the moment.</i></p>					
3	Approve Elimination of Negative Reserves	Mgmt	For	For	For
<p><i>Voting Policy Rationale: This item warrants a vote FOR because the company has provided full disclosure on this unproblematic proposal.</i></p>					
4	Authorize Share Repurchase Program	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is warranted because the company has provided a valid rationale in support of these proposals and the underlying distribution policy is backed by UniCredit's positive results and robust capital structure. However, these items merit special attention as the maximum volume of the share repurchase program exceeds 10 percent of the issued share capital.</i></p>					
5	Fix Number of Directors and Members of the Management Control Committee	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because the company has disclosed the proposed sizes, and no concerns have been noticed.</i></p>					
6.1	Appoint Directors (Slate Election) - Choose One of the Following Slates Slate 1 Submitted by Management	Mgmt	For	For	For
<p><i>Voting Policy Rationale: This resolution warrants a vote FOR because: * Shareholders can support only one slate. * Supporting Slate 1 would ensure that the chairperson of the Management Control Committee is appointed from Slate 2. However, institutional investors who have contributed to present Slate 2 may want to make sure that they support Slate 2 in order to prevent possible allegation of links with Slate 1.</i></p>					
6.2	Slate 2 Submitted by Institutional Investors (Assogestioni)	SH	None	Against	Against
<p><i>Voting Policy Rationale: This item warrants a vote AGAINST because: * Shareholders can support only one slate. * Supporting Slate 1 would ensure that the Chairperson of the Management Control Committee is appointed by Slate 2. However, institutional investors who have contributed to present Slate 2 may want to make sure that they support Slate 2 in order to prevent possible allegation of links with Slate 1.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Approve Remuneration of Directors and Members of the Management Control Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: This item warrants a vote FOR because: * Though generous and despite the pro capita increase, the proposed remuneration remains within acceptable market standards. * There are no known concerns with the liability insurance in favor of directors.</i>				
8	Approve Remuneration Policy	Mgmt	For	For	For
	<i>Voting Policy Rationale: This item warrants a vote FOR because the main features of the remuneration policy are well described and overall unproblematic, apart from the high CEO pay opportunity. At this time, concerns are partially alleviated by the outstanding company results and shareholder return.</i>				
9	Approve Second Section of the Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: Despite last year's increase in CEO pay and the consequent very generous CEO package, these items warrant a vote FOR considering the lack of major pay-for-performance misalignments during the year under review. Some additional concerns are raised by the limited disclosure on extraordinary payments to key managers (other than the CEO).</i>				
10	Approve 2024 Group Incentive System	Mgmt	For	For	For
	<i>Voting Policy Rationale: A qualified vote FOR is warranted because: * The long-term objectives attached to the plan may prove undemanding, with a significant qualitative component left to board discretion. * The plan includes a compensatory mechanism according to which the over-achievement of one or more goals can offset the potential underperformance of other objectives. The main reasons for support are: * Overall disclosure on the linkage between company performance and executive pay remains good, with clear quantitative performance conditions and targets. * Though more stretching targets could have been envisioned given the large corresponding payouts, the short-term performance conditions are not unchallenging. * No other material concerns have been noticed.</i>				
11	Approve Employees Share Ownership Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted as the features of the proposed plan are not problematic.</i>				
	Extraordinary Business	Mgmt			
1	Authorize Board to Increase Capital to Service the 2022 Group Incentive System	Mgmt	For	For	For
	<i>Voting Policy Rationale: This item warrants a vote FOR in the absence of major concerns over the proposed capital increase and the corresponding pay practices in 2022.</i>				
2	Authorize Board to Increase Capital to Service the 2023 Group Incentive System	Mgmt	For	For	For
	<i>Voting Policy Rationale: Despite last year's increase in CEO pay and the consequent very generous CEO package, these items warrant a vote FOR considering the lack of major pay-for-performance misalignments during the year under review. Some additional concerns are raised by the limited disclosure on extraordinary payments to key managers (other than the CEO).</i>				
3	Authorize Board to Increase Capital to Service the Long Term Incentive Plan 2020-2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: This proposal merits a vote FOR because the 2020-2023 long term incentive plan is overall unproblematic.</i>				
4	Authorize Cancellation of Treasury Shares without Reduction of Share Capital; Amend Article 5	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the company has provided a valid rationale in support of these proposals and the underlying distribution policy is backed by UniCredit's positive results and robust capital structure. However, these items merit special attention as the maximum volume of the share repurchase program exceeds 10 percent of the issued share capital.</i>				

United States Steel Corporation

Meeting Date: 04/12/2024

Country: USA

Ticker: X

Record Date: 03/04/2024

Meeting Type: Special

Primary Security ID: 912909108

Shares Voted: 3,113

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Merger Agreement	Mgmt	For	For	For
	<i>Voting Policy Rationale: The sales process was thorough, shareholders are receiving a sizable premium, there is a potential downside risk of non-approval, and there is certainty of value in NCS's cash offer. Despite concerns regarding regulatory approval, there are no alternative offers for shareholders to consider at this time. Given these factors, support FOR the proposed transaction is warranted.</i>				
2	Advisory Vote on Golden Parachutes	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Although potential cash severance is reasonable, there are significant concerns regarding equity award treatment. NEOs' outstanding equity awards will auto-accelerate (single trigger), and performance awards may be settled at the maximum level of performance, which is considered problematic. Accordingly, a vote AGAINST this proposal is warranted.</i>				
3	Adjourn Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this agenda item is warranted as the underlying transaction warrants support.</i>				

Haynes International, Inc.

Meeting Date: 04/16/2024

Country: USA

Ticker: HAYN

Record Date: 03/11/2024

Meeting Type: Special

Primary Security ID: 420877201

Shares Voted: 872

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Merger Agreement	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, given the reasonably thorough sales process, the premium to the stock's five-year high closing price and to the acquirer's initial offer, and the cash form of consideration, which provides liquidity and certainty of value to HAYN shareholders.</i>				
2	Advisory Vote on Golden Parachutes	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposal is warranted. Though equity will auto-accelerate at the time of merger, cash severance is double trigger and of a reasonable basis, with no excise tax gross-ups payable. Further, though some NEOs will receive a retention bonus, the amounts appear modest, and a portion will only pay out if the NEO remains with the company post-merger.</i>				
3	Adjourn Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the underlying transaction (Item 1) merits support.</i>				

IQVIA Holdings Inc.

Meeting Date: 04/16/2024

Country: USA

Ticker: IQV

Record Date: 02/20/2024

Meeting Type: Annual

Primary Security ID: 46266C105

Shares Voted: 2,904

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Ari Bousbib	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1b	Elect Director Carol J. Burt	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1c	Elect Director Colleen A. Goggins	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1d	Elect Director John M. Leonard	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1e	Elect Director Todd B. Sisitsky	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1f	Elect Director Sheila A. Stamps	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Though concerns persist regarding the magnitude of CEO pay, the annual incentives are primarily based on pre-set financial metrics, and the equity grants are majority performance-based. Furthermore, the company made significant improvements to the LTI program in FY23.</i>				
3	Report on Political Contributions and Expenditures	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted, as increased disclosure of the company's direct and indirect political contributions through all trade associations and other tax-exempt organizations could help shareholders more comprehensively evaluate the company's management of related risks and benefits.</i>				
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the ratification of the company's auditor is warranted given that non-audit fees represent 27.53 percent of the total fees received by the auditor during the fiscal year, raising substantial doubts over the independence of the auditor.</i>				

M&T Bank Corporation

Meeting Date: 04/16/2024

Country: USA

Ticker: MTB

Record Date: 02/22/2024

Meeting Type: Annual

Primary Security ID: 55261F104

Shares Voted: 1,685

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director John P. Barnes	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Brady and Carlton Charles is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

M&T Bank Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director Robert T. Brady	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Brady and Carlton Charles is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Carlton J. Charles	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Brady and Carlton Charles is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Jane Chwick	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Brady and Carlton Charles is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director William F. Cruger, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Brady and Carlton Charles is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director T. Jefferson Cunningham, III	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Brady and Carlton Charles is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Gary N. Geisel	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Brady and Carlton Charles is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Leslie V. Godridge	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Brady and Carlton Charles is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director Rene F. Jones	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Brady and Carlton Charles is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.10	Elect Director Richard H. Ledgett, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Brady and Carlton Charles is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.11	Elect Director Melinda R. Rich	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Brady and Carlton Charles is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.12	Elect Director Robert E. Sadler, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Brady and Carlton Charles is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.13	Elect Director Denis J. Salamone	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Brady and Carlton Charles is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.14	Elect Director Rudina Seseeri	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Brady and Carlton Charles is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

M&T Bank Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.15	Elect Director Kirk W. Walters	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Brady and Carlton Charles is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.16	Elect Director Herbert L. Washington	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Brady and Carlton Charles is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; and * The company maintains an auto-accelerated equity vesting change-in-control provision.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 4.4 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Moody's Corporation

Meeting Date: 04/16/2024 **Country:** USA **Ticker:** MCO
Record Date: 02/20/2024 **Meeting Type:** Annual
Primary Security ID: 615369105

Shares Voted: 2,133

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Jorge A. Bermudez	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Vincent Forlenza, Jorge Bermudez, Therese Esperdy, Kathryn Hill, Lloyd Howell Jr., Jose Minaya, Leslie Seidman, Zig Serafin and Bruce Van Saun is warranted for lack of diversity on the board. A vote FOR Robert Fauber is warranted.</i>				
1b	Elect Director Therese Esperdy	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Vincent Forlenza, Jorge Bermudez, Therese Esperdy, Kathryn Hill, Lloyd Howell Jr., Jose Minaya, Leslie Seidman, Zig Serafin and Bruce Van Saun is warranted for lack of diversity on the board. A vote FOR Robert Fauber is warranted.</i>				
1c	Elect Director Robert Fauber	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Vincent Forlenza, Jorge Bermudez, Therese Esperdy, Kathryn Hill, Lloyd Howell Jr., Jose Minaya, Leslie Seidman, Zig Serafin and Bruce Van Saun is warranted for lack of diversity on the board. A vote FOR Robert Fauber is warranted.</i>				
1d	Elect Director Vincent A. Forlenza	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Vincent Forlenza, Jorge Bermudez, Therese Esperdy, Kathryn Hill, Lloyd Howell Jr., Jose Minaya, Leslie Seidman, Zig Serafin and Bruce Van Saun is warranted for lack of diversity on the board. A vote FOR Robert Fauber is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1e	Elect Director Kathryn M. Hill	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Vincent Forlenza, Jorge Bermudez, Therese Esperdy, Kathryn Hill, Lloyd Howell Jr., Jose Minaya, Leslie Seidman, Zig Serafin and Bruce Van Saun is warranted for lack of diversity on the board. A vote FOR Robert Fauber is warranted.</i>				
1f	Elect Director Lloyd W. Howell, Jr.	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Vincent Forlenza, Jorge Bermudez, Therese Esperdy, Kathryn Hill, Lloyd Howell Jr., Jose Minaya, Leslie Seidman, Zig Serafin and Bruce Van Saun is warranted for lack of diversity on the board. A vote FOR Robert Fauber is warranted.</i>				
1g	Elect Director Jose M. Minaya	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Vincent Forlenza, Jorge Bermudez, Therese Esperdy, Kathryn Hill, Lloyd Howell Jr., Jose Minaya, Leslie Seidman, Zig Serafin and Bruce Van Saun is warranted for lack of diversity on the board. A vote FOR Robert Fauber is warranted.</i>				
1h	Elect Director Leslie F. Seidman	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Vincent Forlenza, Jorge Bermudez, Therese Esperdy, Kathryn Hill, Lloyd Howell Jr., Jose Minaya, Leslie Seidman, Zig Serafin and Bruce Van Saun is warranted for lack of diversity on the board. A vote FOR Robert Fauber is warranted.</i>				
1i	Elect Director Zig Serafin	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Vincent Forlenza, Jorge Bermudez, Therese Esperdy, Kathryn Hill, Lloyd Howell Jr., Jose Minaya, Leslie Seidman, Zig Serafin and Bruce Van Saun is warranted for lack of diversity on the board. A vote FOR Robert Fauber is warranted.</i>				
1j	Elect Director Bruce Van Saun	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Vincent Forlenza, Jorge Bermudez, Therese Esperdy, Kathryn Hill, Lloyd Howell Jr., Jose Minaya, Leslie Seidman, Zig Serafin and Bruce Van Saun is warranted for lack of diversity on the board. A vote FOR Robert Fauber is warranted.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review. Annual incentives are primarily performance-based and a majority of the long-term equity awards are performance-conditioned and measured over a multi-year performance period.</i>				
4	Provide Right to Call Special Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: Currently, the company does not provide shareholders with the ability to call special meetings. Hence, a vote FOR this proposal is warranted as it represents an enhancement to shareholders' rights.</i>				
5	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as the right to call special meetings at a 15 percent ownership threshold would enhance shareholders rights.</i>				

Northern Trust Corporation

Meeting Date: 04/16/2024

Country: USA

Ticker: NTRS

Record Date: 02/26/2024

Meeting Type: Annual

Primary Security ID: 665859104

Shares Voted: 2,389

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Linda Walker Bynoe	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jay Henderson, Linda Bynoe and Charles Tribbett III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Susan Crown	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jay Henderson, Linda Bynoe and Charles Tribbett III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Dean M. Harrison	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jay Henderson, Linda Bynoe and Charles Tribbett III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Jay L. Henderson	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jay Henderson, Linda Bynoe and Charles Tribbett III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Marcy S. Klevorn	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jay Henderson, Linda Bynoe and Charles Tribbett III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Siddharth N. "Bobby" Mehta	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jay Henderson, Linda Bynoe and Charles Tribbett III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Michael G. O'Grady	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jay Henderson, Linda Bynoe and Charles Tribbett III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Martin P. Slark	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jay Henderson, Linda Bynoe and Charles Tribbett III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director David H. B. Smith, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jay Henderson, Linda Bynoe and Charles Tribbett III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Donald Thompson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jay Henderson, Linda Bynoe and Charles Tribbett III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Charles A. Tribbett, III	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jay Henderson, Linda Bynoe and Charles Tribbett III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Northern Trust Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time. Though concerns exist regarding the rigor of the STI program, equity awards are majority performance-conditioned, measured over a multi-year performance period, and have forward-looking targets.</i></p>					
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 8.7 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
4	Report on Risks of Misaligning Proxy Votes with Client Preferences	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, as additional information regarding the potential risks of misalignment between the company's proxy voting policies and practices and its clients' values and preferences, as well as the company's strategies for addressing those issues, would further complement the company's commitments. In addition, the report would also clarify the company's policies and the client's preferences on ESG topics, in addition to enabling shareholders to assess how the company is managing related risks and the effectiveness of the company's related efforts.</i></p>					

Parsons Corporation

Meeting Date: 04/16/2024 **Country:** USA **Ticker:** PSN
Record Date: 02/20/2024 **Meeting Type:** Annual
Primary Security ID: 70202L102

Shares Voted: 572

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Mark K. Holdsworth	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: Votes WITHHOLD votes are warranted for incumbent nominating committee members Mark Holdsworth and M. Christian (Chris) Mitchell for lack of diversity on the board. Votes WITHHOLD are warranted for Governance Committee members Mark Holdsworth and M. Christian (Chris) Mitchell given the board's failure to remove, or subject to a sunset requirement, the classified board which adversely impacts shareholder rights. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1.2	Elect Director Steven F. Leer	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes WITHHOLD votes are warranted for incumbent nominating committee members Mark Holdsworth and M. Christian (Chris) Mitchell for lack of diversity on the board. Votes WITHHOLD are warranted for Governance Committee members Mark Holdsworth and M. Christian (Chris) Mitchell given the board's failure to remove, or subject to a sunset requirement, the classified board which adversely impacts shareholder rights. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1.3	Elect Director M. Christian Mitchell	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: Votes WITHHOLD votes are warranted for incumbent nominating committee members Mark Holdsworth and M. Christian (Chris) Mitchell for lack of diversity on the board. Votes WITHHOLD are warranted for Governance Committee members Mark Holdsworth and M. Christian (Chris) Mitchell given the board's failure to remove, or subject to a sunset requirement, the classified board which adversely impacts shareholder rights. A vote FOR the remaining director nominee(s) is warranted.</i></p>					

Parsons Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.4	Elect Director David C. Wajsgras	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes WITHHOLD votes are warranted for incumbent nominating committee members Mark Holdsworth and M. Christian (Chris) Mitchell for lack of diversity on the board. Votes WITHHOLD are warranted for Governance Committee members Mark Holdsworth and M. Christian (Chris) Mitchell given the board's failure to remove, or subject to a sunset requirement, the classified board which adversely impacts shareholder rights. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i></p>					

U.S. Bancorp

Meeting Date: 04/16/2024 **Country:** USA **Ticker:** USB
Record Date: 02/20/2024 **Meeting Type:** Annual
Primary Security ID: 902973304

Shares Voted: 10,755

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Warner L. Baxter	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Roland Hernandez, Kimberly Harris, Richard (Rick) McKenney, and Scott Wine is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Dorothy J. Bridges	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Roland Hernandez, Kimberly Harris, Richard (Rick) McKenney, and Scott Wine is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director Elizabeth L. Buse	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Roland Hernandez, Kimberly Harris, Richard (Rick) McKenney, and Scott Wine is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1d	Elect Director Andrew Cecere	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Roland Hernandez, Kimberly Harris, Richard (Rick) McKenney, and Scott Wine is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1e	Elect Director Alan B. Colberg	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Roland Hernandez, Kimberly Harris, Richard (Rick) McKenney, and Scott Wine is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1f	Elect Director Kimberly N. Ellison-Taylor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Roland Hernandez, Kimberly Harris, Richard (Rick) McKenney, and Scott Wine is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Kimberly J. Harris	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Roland Hernandez, Kimberly Harris, Richard (Rick) McKenney, and Scott Wine is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Roland A. Hernandez	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Roland Hernandez, Kimberly Harris, Richard (Rick) McKenney, and Scott Wine is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Richard P. McKenney	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Roland Hernandez, Kimberly Harris, Richard (Rick) McKenney, and Scott Wine is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Yusuf I. Mehdi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Roland Hernandez, Kimberly Harris, Richard (Rick) McKenney, and Scott Wine is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Loretta E. Reynolds	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Roland Hernandez, Kimberly Harris, Richard (Rick) McKenney, and Scott Wine is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director John P. Wiehoff	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Roland Hernandez, Kimberly Harris, Richard (Rick) McKenney, and Scott Wine is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1m	Elect Director Scott W. Wine	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Roland Hernandez, Kimberly Harris, Richard (Rick) McKenney, and Scott Wine is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, with caution. Some concerns persist over continual increases in STI target award opportunity and the lack of certain disclosures. However, these issues have not resulted in a quantitative pay-for-performance misalignment for the year in review.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 7.88 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Approve Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				

Meeting Date: 04/17/2024

Country: USA

Ticker: ADBE

Record Date: 02/20/2024

Meeting Type: Annual

Primary Security ID: 00724F101

Shares Voted: 4,943

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Cristiano Amon	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Frank Calderoni, Amy Banse, Kathleen (Leeny) Oberg and Daniel (Dan) Rosensweig is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1b	Elect Director Amy Banse	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Frank Calderoni, Amy Banse, Kathleen (Leeny) Oberg and Daniel (Dan) Rosensweig is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1c	Elect Director Brett Biggs	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Frank Calderoni, Amy Banse, Kathleen (Leeny) Oberg and Daniel (Dan) Rosensweig is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1d	Elect Director Melanie Boulden	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Frank Calderoni, Amy Banse, Kathleen (Leeny) Oberg and Daniel (Dan) Rosensweig is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1e	Elect Director Frank Calderoni	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Frank Calderoni, Amy Banse, Kathleen (Leeny) Oberg and Daniel (Dan) Rosensweig is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1f	Elect Director Laura Desmond	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Frank Calderoni, Amy Banse, Kathleen (Leeny) Oberg and Daniel (Dan) Rosensweig is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1g	Elect Director Shantanu Narayen	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Frank Calderoni, Amy Banse, Kathleen (Leeny) Oberg and Daniel (Dan) Rosensweig is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1h	Elect Director Spencer Neumann	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Frank Calderoni, Amy Banse, Kathleen (Leeny) Oberg and Daniel (Dan) Rosensweig is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1i	Elect Director Kathleen Oberg	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Frank Calderoni, Amy Banse, Kathleen (Leeny) Oberg and Daniel (Dan) Rosensweig is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1j	Elect Director Dheeraj Pandey	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Frank Calderoni, Amy Banse, Kathleen (Leeny) Oberg and Daniel (Dan) Rosensweig is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				

Adobe Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1k	Elect Director David Ricks	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Frank Calderoni, Amy Banse, Kathleen (Leeny) Oberg and Daniel (Dan) Rosensweig is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1l	Elect Director Daniel Rosensweig	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Frank Calderoni, Amy Banse, Kathleen (Leeny) Oberg and Daniel (Dan) Rosensweig is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
2	Amend Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 10.05 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; and * The company maintains an auto-accelerated equity vesting change-in-control provision.</i>				
5	Require a Majority Vote Standard for the Election of Directors with Mandatory Resignation Policy	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted, as there are no recurring issues regarding failed director elections at the company that suggests a mandatory resignation policy is needed.</i>				
6	Report on Hiring of Persons with Arrest or Incarceration Records	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because additional information could help shareholders better understand how the company is assessing and managing the progress of its various diversity and inclusion initiatives.</i>				

Advanced Micro Fabrication Equipment, Inc. China

Meeting Date: 04/17/2024 **Country:** China **Ticker:** 688012
Record Date: 04/09/2024 **Meeting Type:** Annual
Primary Security ID: Y001DM108

Shares Voted: 1,862

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Annual Report and Summary	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
2	Approve Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				

Advanced Micro Fabrication Equipment, Inc. China

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Profit Distribution	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the proposed dividend payout is considered reasonable.</i>				
4	Approve Related Party Transaction	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
5	Approve to Appoint Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
6	Approve Report of the Board of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
7	Approve Report of the Board of Supervisors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
8	Approve Remuneration of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
9	Approve Remuneration of Supervisors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
10	Approve Purchase of Liability Insurance for Directors, Supervisors and Senior Management Members	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
11	Approve Draft and Summary of Performance Shares Incentive Plan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because directors eligible to receive performance shares under the scheme are involved in the administration of the scheme.</i>				
12	Approve Methods to Assess the Performance of Plan Participants	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because directors eligible to receive performance shares under the scheme are involved in the administration of the scheme.</i>				
13	Approve Authorization of the Board to Handle All Related Matters	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because directors eligible to receive performance shares under the scheme are involved in the administration of the scheme.</i>				
14	Amend Articles of Association	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because the proposed articles amendments are not considered to adequately provide for accountability and transparency to shareholders.</i>				
	AMEND INTERNAL CONTROL SYSTEMS	Mgmt			

Advanced Micro Fabrication Equipment, Inc. China

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
15.1	Amend Rules and Procedures Regarding General Meetings of Shareholders	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted given the company has not specified the details and the provisions covered under the proposed amendments.</i>				
15.2	Amend Rules and Procedures Regarding Meetings of Board of Directors	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted given the company has not specified the details and the provisions covered under the proposed amendments.</i>				
15.3	Amend Rules and Procedures Regarding Meetings of Board of Supervisors	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted given the company has not specified the details and the provisions covered under the proposed amendments.</i>				
15.4	Amend Related Party Transaction Management System	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted given the company has not specified the details and the provisions covered under the proposed amendments.</i>				
15.5	Amend External Guarantee Management System	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted given the company has not specified the details and the provisions covered under the proposed amendments.</i>				
15.6	Amend External Investment Management System	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted given the company has not specified the details and the provisions covered under the proposed amendments.</i>				
15.7	Amend Implementing Rules for Cumulative Voting System	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted given the company has not specified the details and the provisions covered under the proposed amendments.</i>				
15.8	Amend Working System for Independent Directors	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted given the company has not specified the details and the provisions covered under the proposed amendments.</i>				
15.9	Amend Management System of Raised Funds	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted given the company has not specified the details and the provisions covered under the proposed amendments.</i>				

BANK POLSKA KASA OPIEKI SA

Meeting Date: 04/17/2024

Country: Poland

Ticker: PEO

Record Date: 04/01/2024

Meeting Type: Annual

Primary Security ID: X0R77T117

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Open Meeting	Mgmt			
	<i>Voting Policy Rationale: Votes FOR Items 2 and 4 are warranted because these are routine meeting formalities. Items 1 and 3 are non-voting.</i>				
2	Elect Meeting Chairman	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR Items 2 and 4 are warranted because these are routine meeting formalities. Items 1 and 3 are non-voting.</i>				
3	Acknowledge Proper Convening of Meeting	Mgmt			
	<i>Voting Policy Rationale: Votes FOR Items 2 and 4 are warranted because these are routine meeting formalities. Items 1 and 3 are non-voting.</i>				
4	Approve Agenda of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR Items 2 and 4 are warranted because these are routine meeting formalities. Items 1 and 3 are non-voting.</i>				
5	Receive Management Board Report on Company's and Group's Operations	Mgmt			
	<i>Voting Policy Rationale: These items are non-voting.</i>				
6	Receive Financial Statements	Mgmt			
	<i>Voting Policy Rationale: These items are non-voting.</i>				
7	Receive Consolidated Financial Statements	Mgmt			
	<i>Voting Policy Rationale: These items are non-voting.</i>				
8	Receive Management Board Proposal on Allocation of Income	Mgmt			
	<i>Voting Policy Rationale: These items are non-voting.</i>				
9	Receive Supervisory Board Reports	Mgmt			
	<i>Voting Policy Rationale: These items are non-voting.</i>				
10.1	Approve Management Board Report on Company's and Group's Operations	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR Items 10.1, 10.5, and 11 are warranted because the reports shareholders are asked to approve under these items are uncontroversial, and their approval would not substantively affect the company, or its shareholders' rights.</i>				
10.2	Approve Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns about the accounts presented or the audit procedures used.</i>				
10.3	Approve Consolidated Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns about the accounts presented or the audit procedures used.</i>				

BANK POLSKA KASA OPIEKI SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10.4	Approve Allocation of Income and Dividends of PLN 19.20 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as there are no concerns regarding the company's income allocation practices.</i>				
10.5	Approve Supervisory Board Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR Items 10.1, 10.5, and 11 are warranted because the reports shareholders are asked to approve under these items are uncontroversial, and their approval would not substantively affect the company, or its shareholders' rights.</i>				
10.6a	Approve Individual Suitability of Beata Kozłowska-Chyla (Supervisory Board Chairwoman)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted.</i>				
10.6b	Approve Individual Suitability of Joanna Dynysiuk (Supervisory Board Deputy Chairwoman)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted.</i>				
10.6c	Approve Individual Suitability of Malgorzata Sadurska (Supervisory Board Deputy Chairwoman)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted.</i>				
10.6d	Approve Individual Suitability of Stanislaw Kaczoruk (Supervisory Board Secretary)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted.</i>				
10.6e	Approve Individual Suitability of Marcin Izdebski (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted.</i>				
10.6f	Approve Individual Suitability of Sabina Bigos-Jaworowska (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted.</i>				
10.6g	Approve Individual Suitability of Justyna Glebikowska-Michalak (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted.</i>				
10.6h	Approve Individual Suitability of Michal Kaszynski (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted.</i>				
10.6i	Approve Individual Suitability of Marian Majcher (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted.</i>				

BANK POLSKA KASA OPIEKI SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10.6j	Approve Collective Suitability of Supervisory Board Members	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted.</i>				
10.7a	Approve Discharge of Leszek Skiba (CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
10.7b	Approve Discharge of Marcin Gadomski (Deputy CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
10.7c	Approve Discharge of Piotr Zborowski (Deputy CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
10.7d	Approve Discharge of Jerzy Kwiecinski (Deputy CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
10.7e	Approve Discharge of Magdalena Zmitrowicz (Deputy CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
10.7f	Approve Discharge of Jaroslaw Fuchs (Deputy CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
10.7g	Approve Discharge of Wojciech Werochowski (Deputy CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
10.7h	Approve Discharge of Blazej Szczeki (Deputy CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
10.7i	Approve Discharge of Pawel Straczynski (Deputy CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
10.8a	Approve Discharge of Beata Kozłowska-Chyla (Supervisory Board Chairwoman)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
10.8b	Approve Discharge of Joanna Dynysiuk (Supervisory Board Deputy Chairwoman)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				

BANK POLSKA KASA OPIEKI SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10.8c	Approve Discharge of Malgorzata Sadurska (Supervisory Board Deputy Chairwoman)	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>					
10.8d	Approve Discharge of Stanislaw Ryszard Kaczoruk (Supervisory Board Secretary)	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>					
10.8e	Approve Discharge of Marcin Izdebski (Supervisory Board Member)	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>					
10.8f	Approve Discharge of Sabina Bigos-Jaworowska (Supervisory Board Member)	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>					
10.8g	Approve Discharge of Justyna Glebikowska-Michalak (Supervisory Board Member)	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>					
10.8h	Approve Discharge of Michal Kaszynski (Supervisory Board Member)	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>					
10.8i	Approve Discharge of Marian Majcher (Supervisory Board Member)	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>					
11	Approve Supervisory Board Report on Assessment of Remuneration Policy	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR Items 10.1, 10.5, and 11 are warranted because the reports shareholders are asked to approve under these items are uncontroversial, and their approval would not substantively affect the company, or its shareholders' rights.</i>					
12	Approve Remuneration Report	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this item is warranted because: * Some contractual terms for the company's CEO and other executives were not disclosed; * The STI plan lacks disclosure on targets, the details of performance metrics, and their level of achievement; * Disclosure concerning granted phantom stocks is limited and only contains information regarding number of granted shares.</i>					
13	Approve Assessment of Adequacy of Regulations on Supervisory Board	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because there are no known concerns regarding the company's internal regulations concerning the functioning of the supervisory board.</i>					

BANK POLSKA KASA OPIEKI SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
14	Receive Supervisory Board Report on Company's Compliance with Corporate Governance Principles for Supervised Institutions	Mgmt			
<i>Voting Policy Rationale: These items are non-voting.</i>					
15	Elect Supervisory Board Members	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this item is warranted because the company has failed to disclose the candidates' names.</i>					
16	Approve Assessment of Supervisory Board Suitability	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted as the names of the candidates to the supervisory board are not disclosed.</i>					
17.1	Amend Statute Re: Corporate Purpose; Share Capital	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR the proposed amendments are warranted because the changes are unlikely to have any appreciable impact on shareholder rights.</i>					
17.2	Amend Statute Re: Corporate Purpose	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR the proposed amendments are warranted because the changes are unlikely to have any appreciable impact on shareholder rights.</i>					
17.3	Amend Statute Re: Corporate Purpose	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR the proposed amendments are warranted because the changes are unlikely to have any appreciable impact on shareholder rights.</i>					
17.4	Amend Statute Re: Corporate Purpose	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR the proposed amendments are warranted because the changes are unlikely to have any appreciable impact on shareholder rights.</i>					
18	Close Meeting	Mgmt			
<i>Voting Policy Rationale: This is a non-voting item.</i>					

Covivio SA

Meeting Date: 04/17/2024 **Country:** France **Ticker:** COV
Record Date: 04/15/2024 **Meeting Type:** Annual/Special

Primary Security ID: F2R22T119

Shares Voted: 7,996

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

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.</i>				
3	Approve Treatment of Losses and Dividends of EUR 3.30 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted despite this year's consolidated loss because of the requirements applicable to companies with the SIIC tax regime.</i>				
4	Approve Stock Dividend Program	Mgmt	For	For	For
	<i>Voting Policy Rationale: This proposal merits a vote FOR.</i>				
5	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because the company provided compelling explanations for transactions entered into or carried out during the year under review.</i>				
6	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>				
7	Approve Compensation of Jean-Luc Biamonti, Chairman of the Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>				
8	Approve Compensation of Christophe Kullmann, CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these remuneration reports are warranted because they do not raise any significant concern.</i>				
9	Approve Compensation of Olivier Esteve, Vice-CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these remuneration reports are warranted because they do not raise any significant concern.</i>				
10	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: As last year, a vote FOR this remuneration policy is warranted although it raises some concern as the base salary is disclosed for illustrative purpose only. The company could grant a different amount. The main reason for support is the absence of significant concern.</i>				
11	Approve Remuneration Policy of CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these remuneration policies are warranted, although the CEO and vice-CEO's base salaries for FY 2024 remain unclear as the company provides them for illustrative purpose only. The main reason for support is the absence of any other significant concern.</i>				
12	Approve Remuneration Policy of Vice-CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these remuneration policies are warranted, although the CEO and vice-CEO's base salaries for FY 2024 remain unclear as the company provides them for illustrative purpose only. The main reason for support is the absence of any other significant concern.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
13	Approve Remuneration Policy of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted because it does not raise any significant concern.</i>				
14	Reelect Christophe Kullmann as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the reelection of Christophe Kullman as board director is warranted given the applicable provision of safe harbor for the company's CEO (Item 14). Votes FOR the reelections of these independent nominees are warranted in the absence of specific concerns (Items 15-16).</i>				
15	Reelect Catherine Soubie as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the reelection of Christophe Kullman as board director is warranted given the applicable provision of safe harbor for the company's CEO (Item 14). Votes FOR the reelections of these independent nominees are warranted in the absence of specific concerns (Items 15-16).</i>				
16	Reelect Patricia Savin as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the reelection of Christophe Kullman as board director is warranted given the applicable provision of safe harbor for the company's CEO (Item 14). Votes FOR the reelections of these independent nominees are warranted in the absence of specific concerns (Items 15-16).</i>				
17	Appoint KPMG SA as Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
18	Appoint ERNST & YOUNG et Autres as Auditor Responsible for Certifying Sustainability Information	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
19	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: Such share buyback programs merit a vote FOR.</i>				
20	Extraordinary Business Authorize Capitalization of Reserves of Up to EUR 30,300,000 for Bonus Issue or Increase in Par Value	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted since this potential transfer of wealth is in shareholders' interests.</i>				
21	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as such share capital reductions are favorable to shareholders.</i>				
22	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 75,750,000	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the authorizations under Items 22-25 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights (and with or without a binding priority right). Although the proposed volume under Item 26 does not respect the recommended guidelines for issuances without preemptive rights, a CONTENTIOUS FOR is warranted provided that following the reinforcement of the company on Covivio Hotels' share capital, the company is required to initiate a public exchange offer for the remaining Covivio Hotels shares.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
23	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights with Binding Priority Right up to Aggregate Nominal Amount of EUR 30,300,000	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the authorizations under Items 22-25 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights (and with or without a binding priority right). Although the proposed volume under Item 26 does not respect the recommended guidelines for issuances without preemptive rights, a CONTENTIOUS FOR is warranted provided that following the reinforcement of the company on Covivio Hotels' share capital, the company is required to initiate a public exchange offer for the remaining Covivio Hotels shares.</i>				
24	Authorize Capital Increase of Up to 10 Percent of Issued Share Capital for Future Exchange Offers	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the authorizations under Items 22-25 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights (and with or without a binding priority right). Although the proposed volume under Item 26 does not respect the recommended guidelines for issuances without preemptive rights, a CONTENTIOUS FOR is warranted provided that following the reinforcement of the company on Covivio Hotels' share capital, the company is required to initiate a public exchange offer for the remaining Covivio Hotels shares.</i>				
25	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the authorizations under Items 22-25 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights (and with or without a binding priority right). Although the proposed volume under Item 26 does not respect the recommended guidelines for issuances without preemptive rights, a CONTENTIOUS FOR is warranted provided that following the reinforcement of the company on Covivio Hotels' share capital, the company is required to initiate a public exchange offer for the remaining Covivio Hotels shares.</i>				
26	Authorize Capital Increase of Up to EUR 70,000,000 for Future Exchange Offers Initiated by the Company on Shares Issued by Covivio Hotels	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the authorizations under Items 22-25 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights (and with or without a binding priority right). Although the proposed volume under Item 26 does not respect the recommended guidelines for issuances without preemptive rights, a CONTENTIOUS FOR is warranted provided that following the reinforcement of the company on Covivio Hotels' share capital, the company is required to initiate a public exchange offer for the remaining Covivio Hotels shares.</i>				
27	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the employee stock purchase plans is warranted as its proposed volume respects the 10-percent recommended guidelines.</i>				
28	Amend Article 3 of Bylaws Re: Corporate Purpose	Mgmt	For	For	For
	<i>Voting Policy Rationale: This proposal is not contentious and merits support.</i>				
29	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this routine item is warranted.</i>				

Meeting Date: 04/17/2024

Country: Switzerland

Ticker: GEBN

Record Date: 04/11/2024

Meeting Type: Annual

Primary Security ID: H2942E124

Shares Voted: 291

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the annual accounts, annual report, and auditor's report for the fiscal year in review is warranted.</i>				
2	Approve Allocation of Income and Dividends of CHF 12.70 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i>				
3	Approve Non-Financial Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the approval of the company's non-financial report is warranted. Nevertheless, support is qualified considering the lack of broader external assurance that would confirm the validity of the information. Rather, only the greenhouse gas balance has been subject to limited assurance.</i>				
4	Approve Discharge of Board of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the formal discharge of the board of directors is warranted, as there is no evidence that the board have not fulfilled their fiduciary duties.</i>				
5.1.1	Reelect Albert Baehny as Director and Board Chair	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the re-election of Albert Baehny as director and board chair is warranted at this time. However, the reelection of Albert Baehny as director and board chair is not without concern because he currently holds an excessive number of mandates at listed companies. We also note that his election as a director and as board chair have been bundled under a single voting item, presenting shareholders with an all-or-nothing choice. However, cautious support is warranted because he will step down from both the board chair and interim CEO roles at Lonza in the coming months.</i>				
5.1.2	Reelect Thomas Bachmann as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Board elections (5.1.1-5.1.6) A vote AGAINST incumbent nomination committee members Thomas Bachmann, Werner Karlen and Eunice Zehnder-Lai is warranted for lack of diversity on the board. The reelection of Albert Baehny as director and board chair is not without concern because he currently holds an excessive number of mandates at listed companies. We also note that his election as a director and as board chair have been bundled under a single voting item, presenting shareholders with an all-or-nothing choice. However, cautious support is warranted because he will step down from both the board chair and interim CEO roles at Lonza in the coming months. A vote FOR the remaining director nominees is warranted. Compensation committee elections (Items 5.2.1-5.2.3) A vote AGAINST Thomas Bachmann, Werner Karlen and Eunice Zehnder-Lai is warranted as their election to the board does not warrant support.</i>				
5.1.3	Reelect Felix Ehrt as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Board elections (5.1.1-5.1.6) A vote AGAINST incumbent nomination committee members Thomas Bachmann, Werner Karlen and Eunice Zehnder-Lai is warranted for lack of diversity on the board. The reelection of Albert Baehny as director and board chair is not without concern because he currently holds an excessive number of mandates at listed companies. We also note that his election as a director and as board chair have been bundled under a single voting item, presenting shareholders with an all-or-nothing choice. However, cautious support is warranted because he will step down from both the board chair and interim CEO roles at Lonza in the coming months. A vote FOR the remaining director nominees is warranted. Compensation committee elections (Items 5.2.1-5.2.3) A vote AGAINST Thomas Bachmann, Werner Karlen and Eunice Zehnder-Lai is warranted as their election to the board does not warrant support.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5.1.4	Reelect Werner Karlen as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Board elections (5.1.1-5.1.6) A vote AGAINST incumbent nomination committee members Thomas Bachmann, Werner Karlen and Eunice Zehnder-Lai is warranted for lack of diversity on the board. The reelection of Albert Baehny as director and board chair is not without concern because he currently holds an excessive number of mandates at listed companies. We also note that his election as a director and as board chair have been bundled under a single voting item, presenting shareholders with an all-or-nothing choice. However, cautious support is warranted because he will step down from both the board chair and interim CEO roles at Lonza in the coming months. A vote FOR the remaining director nominees is warranted. Compensation committee elections (Items 5.2.1-5.2.3) A vote AGAINST Thomas Bachmann, Werner Karlen and Eunice Zehnder-Lai is warranted as their election to the board does not warrant support.</i></p>					
5.1.5	Reelect Bernadette Koch as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Board elections (5.1.1-5.1.6) A vote AGAINST incumbent nomination committee members Thomas Bachmann, Werner Karlen and Eunice Zehnder-Lai is warranted for lack of diversity on the board. The reelection of Albert Baehny as director and board chair is not without concern because he currently holds an excessive number of mandates at listed companies. We also note that his election as a director and as board chair have been bundled under a single voting item, presenting shareholders with an all-or-nothing choice. However, cautious support is warranted because he will step down from both the board chair and interim CEO roles at Lonza in the coming months. A vote FOR the remaining director nominees is warranted. Compensation committee elections (Items 5.2.1-5.2.3) A vote AGAINST Thomas Bachmann, Werner Karlen and Eunice Zehnder-Lai is warranted as their election to the board does not warrant support.</i></p>					
5.1.6	Reelect Eunice Zehnder-Lai as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Board elections (5.1.1-5.1.6) A vote AGAINST incumbent nomination committee members Thomas Bachmann, Werner Karlen and Eunice Zehnder-Lai is warranted for lack of diversity on the board. The reelection of Albert Baehny as director and board chair is not without concern because he currently holds an excessive number of mandates at listed companies. We also note that his election as a director and as board chair have been bundled under a single voting item, presenting shareholders with an all-or-nothing choice. However, cautious support is warranted because he will step down from both the board chair and interim CEO roles at Lonza in the coming months. A vote FOR the remaining director nominees is warranted. Compensation committee elections (Items 5.2.1-5.2.3) A vote AGAINST Thomas Bachmann, Werner Karlen and Eunice Zehnder-Lai is warranted as their election to the board does not warrant support.</i></p>					
5.2.1	Reappoint Eunice Zehnder-Lai as Member of the Nomination and Compensation Committee	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Board elections (5.1.1-5.1.6) A vote AGAINST incumbent nomination committee members Thomas Bachmann, Werner Karlen and Eunice Zehnder-Lai is warranted for lack of diversity on the board. The reelection of Albert Baehny as director and board chair is not without concern because he currently holds an excessive number of mandates at listed companies. We also note that his election as a director and as board chair have been bundled under a single voting item, presenting shareholders with an all-or-nothing choice. However, cautious support is warranted because he will step down from both the board chair and interim CEO roles at Lonza in the coming months. A vote FOR the remaining director nominees is warranted. Compensation committee elections (Items 5.2.1-5.2.3) A vote AGAINST Thomas Bachmann, Werner Karlen and Eunice Zehnder-Lai is warranted as their election to the board does not warrant support.</i></p>					
5.2.2	Reappoint Thomas Bachmann as Member of the Nomination and Compensation Committee	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Board elections (5.1.1-5.1.6) A vote AGAINST incumbent nomination committee members Thomas Bachmann, Werner Karlen and Eunice Zehnder-Lai is warranted for lack of diversity on the board. The reelection of Albert Baehny as director and board chair is not without concern because he currently holds an excessive number of mandates at listed companies. We also note that his election as a director and as board chair have been bundled under a single voting item, presenting shareholders with an all-or-nothing choice. However, cautious support is warranted because he will step down from both the board chair and interim CEO roles at Lonza in the coming months. A vote FOR the remaining director nominees is warranted. Compensation committee elections (Items 5.2.1-5.2.3) A vote AGAINST Thomas Bachmann, Werner Karlen and Eunice Zehnder-Lai is warranted as their election to the board does not warrant support.</i></p>					

Geberit AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5.2.3	Reappoint Werner Karlen as Member of the Nomination and Compensation Committee	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Board elections (5.1.1-5.1.6) A vote AGAINST incumbent nomination committee members Thomas Bachmann, Werner Karlen and Eunice Zehnder-Lai is warranted for lack of diversity on the board. The reelection of Albert Baehny as director and board chair is not without concern because he currently holds an excessive number of mandates at listed companies. We also note that his election as a director and as board chair have been bundled under a single voting item, presenting shareholders with an all-or-nothing choice. However, cautious support is warranted because he will step down from both the board chair and interim CEO roles at Lonza in the coming months. A vote FOR the remaining director nominees is warranted. Compensation committee elections (Items 5.2.1-5.2.3) A vote AGAINST Thomas Bachmann, Werner Karlen and Eunice Zehnder-Lai is warranted as their election to the board does not warrant support.</i></p>					
6	Designate Roger Mueller as Independent Proxy	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concerns.</i></p>					
7	Ratify PricewaterhouseCoopers AG as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i></p>					
8.1	Approve Remuneration Report	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST the remuneration report is warranted because: * There are limited ex-post disclosures provided to explain outcomes under the STI and LTI plans, especially considering that the company refrains from disclosing targets on an ex-post basis. * Under the STI, individual objectives have been given an increased weighting but there is no disclosure of what performance was assessed or how it was assessed. * Under the LTI, maximum vesting will occur at a lower level of outperformance versus the target value.</i></p>					
8.2	Approve Remuneration of Directors in the Amount of CHF 2.4 Million	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount is in line with market practice.</i></p>					
8.3	Approve Remuneration of Executive Committee in the Amount of CHF 12.9 Million	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because the proposal appears to be in line with market practice and does not raise significant concerns.</i></p>					
9	Transact Other Business (Voting)	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST is warranted because: * This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and * The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.</i></p>					

Komax Holding AG

Meeting Date: 04/17/2024 **Country:** Switzerland **Ticker:** KOMN
Record Date: 04/10/2024 **Meeting Type:** Annual
Primary Security ID: H4614U113

Shares Voted: 55

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

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: A vote FOR the annual accounts, annual report, and auditor's report for the fiscal year in review is warranted.</i>				
2	Approve Non-Financial Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the approval of the company's non-financial report is warranted. Nevertheless, support is qualified considering the lack of external assurance that would confirm the validity of the information.</i>				
3	Approve Discharge of Board and Senior Management	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the formal discharge of the board of directors and senior management is warranted, as there is no evidence that the board and senior management have not fulfilled their fiduciary duties.</i>				
4	Approve Allocation of Income and Dividends of CHF 3.00 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i>				
5.1.1	Reelect Beat Kaelin as Director and Board Chair	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Board elections (Items 5.1.1 – 5.2) A vote AGAINST incumbent nomination committee members Beat Kaelin, Andreas Haerberli and Roland Siegwart is warranted for lack of diversity on the board. A vote FOR all remaining director nominees is warranted. Nomination and compensation committee elections (Items 5.3.1 – 5.3.3) A vote AGAINST incumbent nomination committee members Beat Kaelin, Andreas Haerberli and Roland Siegwart is warranted because their elections to the board are not warranted.</i>				
5.1.2	Reelect David Dean as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Board elections (Items 5.1.1 – 5.2) A vote AGAINST incumbent nomination committee members Beat Kaelin, Andreas Haerberli and Roland Siegwart is warranted for lack of diversity on the board. A vote FOR all remaining director nominees is warranted. Nomination and compensation committee elections (Items 5.3.1 – 5.3.3) A vote AGAINST incumbent nomination committee members Beat Kaelin, Andreas Haerberli and Roland Siegwart is warranted because their elections to the board are not warranted.</i>				
5.1.3	Reelect Andreas Haerberli as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Board elections (Items 5.1.1 – 5.2) A vote AGAINST incumbent nomination committee members Beat Kaelin, Andreas Haerberli and Roland Siegwart is warranted for lack of diversity on the board. A vote FOR all remaining director nominees is warranted. Nomination and compensation committee elections (Items 5.3.1 – 5.3.3) A vote AGAINST incumbent nomination committee members Beat Kaelin, Andreas Haerberli and Roland Siegwart is warranted because their elections to the board are not warranted.</i>				
5.1.4	Reelect Mariel Hoch as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Board elections (Items 5.1.1 – 5.2) A vote AGAINST incumbent nomination committee members Beat Kaelin, Andreas Haerberli and Roland Siegwart is warranted for lack of diversity on the board. A vote FOR all remaining director nominees is warranted. Nomination and compensation committee elections (Items 5.3.1 – 5.3.3) A vote AGAINST incumbent nomination committee members Beat Kaelin, Andreas Haerberli and Roland Siegwart is warranted because their elections to the board are not warranted.</i>				
5.1.5	Reelect Roland Siegwart as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Board elections (Items 5.1.1 – 5.2) A vote AGAINST incumbent nomination committee members Beat Kaelin, Andreas Haerberli and Roland Siegwart is warranted for lack of diversity on the board. A vote FOR all remaining director nominees is warranted. Nomination and compensation committee elections (Items 5.3.1 – 5.3.3) A vote AGAINST incumbent nomination committee members Beat Kaelin, Andreas Haerberli and Roland Siegwart is warranted because their elections to the board are not warranted.</i>				
5.1.6	Reelect Juerg Werner as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Board elections (Items 5.1.1 – 5.2) A vote AGAINST incumbent nomination committee members Beat Kaelin, Andreas Haerberli and Roland Siegwart is warranted for lack of diversity on the board. A vote FOR all remaining director nominees is warranted. Nomination and compensation committee elections (Items 5.3.1 – 5.3.3) A vote AGAINST incumbent nomination committee members Beat Kaelin, Andreas Haerberli and Roland Siegwart is warranted because their elections to the board are not warranted.</i>				

Komax Holding AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5.2	Elect Annette Heimlicher as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Board elections (Items 5.1.1 – 5.2) A vote AGAINST incumbent nomination committee members Beat Kaelin, Andreas Haerberli and Roland Siegwart is warranted for lack of diversity on the board. A vote FOR all remaining director nominees is warranted. Nomination and compensation committee elections (Items 5.3.1 – 5.3.3) A vote AGAINST incumbent nomination committee members Beat Kaelin, Andreas Haerberli and Roland Siegwart is warranted because their elections to the board are not warranted.</i>				
5.3.1	Reappoint Andreas Haerberli as Member of the Compensation Committee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Board elections (Items 5.1.1 – 5.2) A vote AGAINST incumbent nomination committee members Beat Kaelin, Andreas Haerberli and Roland Siegwart is warranted for lack of diversity on the board. A vote FOR all remaining director nominees is warranted. Nomination and compensation committee elections (Items 5.3.1 – 5.3.3) A vote AGAINST incumbent nomination committee members Beat Kaelin, Andreas Haerberli and Roland Siegwart is warranted because their elections to the board are not warranted.</i>				
5.3.	Reappoint Beat Kaelin as Member of the Compensation Committee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Board elections (Items 5.1.1 – 5.2) A vote AGAINST incumbent nomination committee members Beat Kaelin, Andreas Haerberli and Roland Siegwart is warranted for lack of diversity on the board. A vote FOR all remaining director nominees is warranted. Nomination and compensation committee elections (Items 5.3.1 – 5.3.3) A vote AGAINST incumbent nomination committee members Beat Kaelin, Andreas Haerberli and Roland Siegwart is warranted because their elections to the board are not warranted.</i>				
5.3.3	Reappoint Roland Siegwart as Member of the Compensation Committee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Board elections (Items 5.1.1 – 5.2) A vote AGAINST incumbent nomination committee members Beat Kaelin, Andreas Haerberli and Roland Siegwart is warranted for lack of diversity on the board. A vote FOR all remaining director nominees is warranted. Nomination and compensation committee elections (Items 5.3.1 – 5.3.3) A vote AGAINST incumbent nomination committee members Beat Kaelin, Andreas Haerberli and Roland Siegwart is warranted because their elections to the board are not warranted.</i>				
5.4	Designate Tschuemperlin Loetscher Schwarz AG as Independent Proxy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concerns.</i>				
5.5	Ratify PricewaterhouseCoopers AG as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted.</i>				
6.1	Approve Remuneration Report (Non-Binding)	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the remuneration report is warranted because: * The company continues to refrain from disclosing specific targets and results on an ex-post basis, and the level of ex-post transparency is very limited. As such, the specific performance achievements underlying payouts for the year are unclear.</i>				
6.2	Approve Remuneration of Directors in the Amount of CHF 1.2 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount is in line with market practice.</i>				
6.3	Approve Remuneration of Executive Committee in the Amount of CHF 7 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposal appears to be in line with market practice and does not raise significant concerns.</i>				

Komax Holding AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Transact Other Business (Voting)	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST is warranted because: * This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and * The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.</i></p>					

Regions Financial Corporation

Meeting Date: 04/17/2024 **Country:** USA **Ticker:** RF
Record Date: 02/20/2024 **Meeting Type:** Annual
Primary Security ID: 7591EP100

Shares Voted: 24,454

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Mark A. Crosswhite	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ruth Ann Marshall, Mark Crosswhite, Joia Johnson, James (Jim) Prokopanko, and Lee Styslinger III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Noopur Davis	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ruth Ann Marshall, Mark Crosswhite, Joia Johnson, James (Jim) Prokopanko, and Lee Styslinger III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director Zhanna Golodryga	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ruth Ann Marshall, Mark Crosswhite, Joia Johnson, James (Jim) Prokopanko, and Lee Styslinger III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1d	Elect Director J. Thomas Hill	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ruth Ann Marshall, Mark Crosswhite, Joia Johnson, James (Jim) Prokopanko, and Lee Styslinger III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1e	Elect Director Joia M. Johnson	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ruth Ann Marshall, Mark Crosswhite, Joia Johnson, James (Jim) Prokopanko, and Lee Styslinger III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1f	Elect Director Ruth Ann Marshall	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ruth Ann Marshall, Mark Crosswhite, Joia Johnson, James (Jim) Prokopanko, and Lee Styslinger III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1g	Elect Director James T. Prokopanko	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ruth Ann Marshall, Mark Crosswhite, Joia Johnson, James (Jim) Prokopanko, and Lee Styslinger III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

Regions Financial Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1h	Elect Director Alison S. Rand	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ruth Ann Marshall, Mark Crosswhite, Joia Johnson, James (Jim) Prokopanko, and Lee Styslinger III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director William C. Rhodes, III	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ruth Ann Marshall, Mark Crosswhite, Joia Johnson, James (Jim) Prokopanko, and Lee Styslinger III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Lee J. Styslinger, III	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ruth Ann Marshall, Mark Crosswhite, Joia Johnson, James (Jim) Prokopanko, and Lee Styslinger III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Jose S. Suquet	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ruth Ann Marshall, Mark Crosswhite, Joia Johnson, James (Jim) Prokopanko, and Lee Styslinger III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director John M. Turner, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ruth Ann Marshall, Mark Crosswhite, Joia Johnson, James (Jim) Prokopanko, and Lee Styslinger III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1m	Elect Director Timothy Vines	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ruth Ann Marshall, Mark Crosswhite, Joia Johnson, James (Jim) Prokopanko, and Lee Styslinger III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 9.58 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance were reasonably aligned for the year in review.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
	<i>Voting Policy Rationale: A vote for the adoption of an ANNUAL say-on-pay frequency is warranted. Annual say-on-pay votes are considered a best practice as they give shareholders a regular opportunity to opine on executive pay.</i>				
5	Report on Risks Related to Discrimination Against Individuals Including Religious/Political Views	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted as the company provides adequate disclosures related to its anti-discrimination policies.</i>				

The Sherwin-Williams Company

Meeting Date: 04/17/2024

Country: USA

Ticker: SHW

Record Date: 02/20/2024

Meeting Type: Annual

Primary Security ID: 824348106

Shares Voted: 10,575

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Kerrii B. Anderson	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jeff Fettig, Kerrii Anderson, and Matthew Thornton III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Arthur F. Anton	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jeff Fettig, Kerrii Anderson, and Matthew Thornton III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Jeff M. Fettig	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jeff Fettig, Kerrii Anderson, and Matthew Thornton III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director John G. Morikis	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jeff Fettig, Kerrii Anderson, and Matthew Thornton III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Heidi G. Petz	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jeff Fettig, Kerrii Anderson, and Matthew Thornton III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Christine A. Poon	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jeff Fettig, Kerrii Anderson, and Matthew Thornton III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Aaron M. Powell	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jeff Fettig, Kerrii Anderson, and Matthew Thornton III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Marta R. Stewart	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jeff Fettig, Kerrii Anderson, and Matthew Thornton III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Michael H. Thaman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jeff Fettig, Kerrii Anderson, and Matthew Thornton III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Matthew Thornton, III	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jeff Fettig, Kerrii Anderson, and Matthew Thornton III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Thomas L. Williams	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jeff Fettig, Kerrii Anderson, and Matthew Thornton III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

The Sherwin-Williams Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposal is warranted, as pay is reasonably aligned with performance for the year under review. Concerns are noted regarding STI and LTI goal rigor as well as the granting of one-time RSU awards. Nonetheless, the STI program is entirely based on pre-set financial metrics and the LTI program is primarily performance-based with forward-looking disclosure and multi-year performance periods.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 20.09 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Adopt Simple Majority Vote	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that elimination of the supermajority vote requirement would enhance shareholder rights.</i>				

Aena S.M.E. SA

Meeting Date: 04/18/2024

Country: Spain

Ticker: AENA

Record Date: 04/12/2024

Meeting Type: Annual

Primary Security ID: E526K0106

Shares Voted: 2,246

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Standalone Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted due to a lack of concern regarding the accounts presented or audit procedures used.</i>				
2	Approve Consolidated Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted due to a lack of concern regarding the accounts presented or audit procedures used.</i>				
3	Approve Allocation of Income and Dividends	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted due to a lack of controversy surrounding the proposed dividend.</i>				
4	Approve Reclassification of Capitalization Reserves to Voluntary Reserves	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted, as the proposed transfer is uncontroversial.</i>				
5	Approve Non-Financial Information Statement	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted due to a lack of specific concern about the non-financial information reported by the company.</i>				
6	Approve Discharge of Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted as there is no evidence that the board or the management have not fulfilled their fiduciary duties.</i>				

Aena S.M.E. SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7.1	Ratify Appointment of and Elect Beatriz Alcocer Pinilla as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the election of NI-NEDs under Items 7.1-7.3 is warranted, as the board meets the one third independence guideline applicable to Spain-incorporated, majority-controlled companies.</i>					
7.2	Ratify Appointment of and Elect Angel Faus Alcaraz as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the election of NI-NEDs under Items 7.1-7.3 is warranted, as the board meets the one third independence guideline applicable to Spain-incorporated, majority-controlled companies.</i>					
7.3	Ratify Appointment of and Elect Ainhoa Morondo Quintano as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the election of NI-NEDs under Items 7.1-7.3 is warranted, as the board meets the one third independence guideline applicable to Spain-incorporated, majority-controlled companies.</i>					
8	Advisory Vote on Remuneration Report	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted due to a lack of concerns about the company's pay practices.</i>					
9	Advisory Vote on Company's 2023 Updated Report on Climate Action Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted based on the following considerations: * The company is ahead of its scope 1 & 2 emissions reduction targets in 2023; and * The company has calculated and submitted new, updated targets to SBTi for approval. The latter mitigates concerns over the company's previous climate strategy that did not include any scope 3 emissions targets (see "Emissions reduction targets" above). However, this is not without the following concerns: * The updated strategy omits to set targets for scope 3 category 11, which represents 67.1 percent of the company's scope 3 emissions (62.5 percent in 2019). This category's emissions have decreased by 6.2 percent since base year 2019. The company says that the Scope 3 footprint reduction achieved in 2023 was mainly due to the introduction of a more sustainable aircraft fleet by airlines, as well as collaborative initiatives with third parties implemented during 2023; * As Aena forecasts growing demand of its services, the reduction in category 11, especially Landing and Take-Off cycle, is likely to be the main challenge for the company; and * The company provides insufficient information on the quantification of risks and opportunities in either financial or GHG terms.</i>					
10	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this standard resolution is warranted as it provides the board with the means to carry out the agreements validly adopted by the general meeting.</i>					

Asmedia Technology Inc.

Meeting Date: 04/18/2024 **Country:** Taiwan **Ticker:** 5269
Record Date: 03/19/2024 **Meeting Type:** Special
Primary Security ID: Y0397P108

Shares Voted: 400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Issuance of Shares by Cash Capital Increase for Sponsoring GDR Issuance	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because the company has well demonstrated its needs for funds.</i>					

Meeting Date: 04/18/2024

Country: Italy

Ticker: BAMI

Record Date: 04/09/2024

Meeting Type: Annual

Primary Security ID: T1708N101

Shares Voted: 44,485

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Ordinary Business Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<p><i>Voting Policy Rationale: These items warrant a vote FOR because the company's financial statements and the proposed income allocation do not raise concerns. Support for the approval of the financial statements is however qualified due to the shareholder meeting format, which will not allow shareholders to actively participate in the AGM and interact with the management during the meeting.</i></p>					
2	Approve Allocation of Income	Mgmt	For	For	For
<p><i>Voting Policy Rationale: These items warrant a vote FOR because the company's financial statements and the proposed income allocation do not raise concerns. Support for the approval of the financial statements is however qualified due to the shareholder meeting format, which will not allow shareholders to actively participate in the AGM and interact with the management during the meeting.</i></p>					
3	Approve Deloitte & Touche SpA as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
<p><i>Voting Policy Rationale: This item warrants a vote FOR because the company has provided full disclosure on this proposal, and no concerns have been identified.</i></p>					
4.1	Approve Remuneration Policy	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed remuneration policy is well described and does not contravene good European executive remuneration practice.</i></p>					
4.2	Approve Second Section of the Remuneration Report	Mgmt	For	For	For
<p><i>Voting Policy Rationale: This item warrants a vote FOR because the 2023 compensation practices of the company are well described and do not contravene good market standards. Qualified support is warranted due to the significant increase on year-over-year pay and CEO total pay being 2.7 times the median of peers. However, the high pay is due to the vesting of the LTI 2021-2023, which was the first cycle granted to the CEO and covered the entire cycle. Furthermore, pay was aligned with strong performance over the short- and long-term.</i></p>					
5.1	Approve 2024 Short-Term Incentive Plan	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed remuneration policy is well described and does not contravene good European executive remuneration practice.</i></p>					
5.2	Approve 2024-2026 Long-Term Incentive Plan	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed remuneration policy is well described and does not contravene good European executive remuneration practice.</i></p>					
6	Authorize Share Repurchase Program and Reissuance of Repurchased Shares to Service the Compensation Plans	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed remuneration policy is well described and does not contravene good European executive remuneration practice.</i></p>					

Carrier Global Corporation

Meeting Date: 04/18/2024

Country: USA

Ticker: CARR

Record Date: 02/27/2024

Meeting Type: Annual

Primary Security ID: 14448C104

Shares Voted: 3,091

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Jean-Pierre Garnier	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Charles Holley Jr., Michael (Mike) McNamara, Virginia Wilson, and Beth Wozniak is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director David L. Gitlin	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Charles Holley Jr., Michael (Mike) McNamara, Virginia Wilson, and Beth Wozniak is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director John J. Greisch	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Charles Holley Jr., Michael (Mike) McNamara, Virginia Wilson, and Beth Wozniak is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Charles M. Holley, Jr.	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Charles Holley Jr., Michael (Mike) McNamara, Virginia Wilson, and Beth Wozniak is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Michael M. McNamara	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Charles Holley Jr., Michael (Mike) McNamara, Virginia Wilson, and Beth Wozniak is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Susan N. Story	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Charles Holley Jr., Michael (Mike) McNamara, Virginia Wilson, and Beth Wozniak is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Michael A. Todman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Charles Holley Jr., Michael (Mike) McNamara, Virginia Wilson, and Beth Wozniak is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Maximilian (Max) Viessmann	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Charles Holley Jr., Michael (Mike) McNamara, Virginia Wilson, and Beth Wozniak is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Virginia M. Wilson	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Charles Holley Jr., Michael (Mike) McNamara, Virginia Wilson, and Beth Wozniak is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Carrier Global Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1j	Elect Director Beth A. Wozniak	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Charles Holley Jr., Michael (Mike) McNamara, Virginia Wilson, and Beth Wozniak is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned. Though some concerns exist regarding the LTI program, equity awards were targeted to be half performance-conditioned and are measured over a multi-year performance period. Further, annual incentives were based on pre-set metrics.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the ratification of the company's auditor is warranted given that non-audit fees represent 27.28 percent of the total fees received by the auditor during the fiscal year, raising substantial doubts over the independence of the auditor.</i>				
4	Report on Lobbying Payments and Policy	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted, as greater disclosure would allow shareholders to better evaluate the company's lobbying activities.</i>				

Chocoladefabriken Lindt & Spruengli AG

Meeting Date: 04/18/2024

Country: Switzerland

Ticker: LISN

Record Date: 04/03/2024

Meeting Type: Annual

Primary Security ID: H49983176

Shares Voted: 1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the annual accounts, annual report, and auditor's report for the fiscal year in review is warranted.</i>				
2	Approve Remuneration Report (Non-Binding)	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the remuneration report is warranted because: * The company continues to refrain from disclosing specific targets and results on an ex-post basis, and the level of ex-post transparency is very limited. As such, the specific performance achievements underlying payouts for the year are unclear. * Stock options granted under the LTI appear to be made on a discretionary basis and do not require the achievement of performance conditions thereafter. * The level of potential dilution of issued and outstanding equity awards is high for a mature company. * The compensation report does not directly address shareholder concerns raised in the context of last year's vote.</i>				
3	Approve Sustainability Report (Non-Binding)	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the approval of the company's non-financial report is warranted due to a lack of significant concerns.</i>				
4	Approve Discharge of Board and Senior Management	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the formal discharge of the board of directors and senior management is warranted, as there is no evidence that the board and senior management have not fulfilled their fiduciary duties.</i>				

Chocoladefabriken Lindt & Spruengli AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Approve Allocation of Income and Dividends of CHF 1,400 per Registered Share and CHF 140 per Participation Certificate	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i>					
6	Approve CHF 62,400 Reduction in Share Capital and CHF 511,800 Reduction in Participation Capital as Part of the Share Buyback Program via Cancellation of Repurchased Shares	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the proposed share capital reduction is warranted due to a lack of concerns.</i>					
7.1.1	Reelect Ernst Tanner as Director and Board Chair	Mgmt	For	Against	Against
<i>Voting Policy Rationale: Board elections (Items 7.1.1– 7.1.7) A vote AGAINST incumbent nomination committee members Monique Bourquin, Silvio Denz and Rudolf Spruengli is warranted for lack of diversity on the board. Votes AGAINST the non-independent nominees: Ernst Tanner, Elisabeth Guertler, Rudolf Spruengli, and Dieter Weisskopf are warranted due to the failure to establish a sufficiently independent board. Votes AGAINST the non-independent audit committee members, Elisabeth Guertler and Dieter Weisskopf, are further warranted due to the failure to establish a majority-independent committee. Votes FOR the independent nominee Thomas Rinderknecht is warranted as their presence helps to increase the independence of the board. Compensation and nomination committee elections (Items 7.2.1 – 7.2.3) A vote AGAINST the incumbent nomination and compensation committee chair, Monique Bourquin, is warranted as her election to the board does not warrant support. A vote AGAINST Rudolf Spruengli and Silvio Denz is warranted because their elections to the board do not warrant support.</i>					
7.1.2	Reelect Dieter Weisskopf as Director	Mgmt	For	Against	Against
<i>Voting Policy Rationale: Board elections (Items 7.1.1– 7.1.7) A vote AGAINST incumbent nomination committee members Monique Bourquin, Silvio Denz and Rudolf Spruengli is warranted for lack of diversity on the board. Votes AGAINST the non-independent nominees: Ernst Tanner, Elisabeth Guertler, Rudolf Spruengli, and Dieter Weisskopf are warranted due to the failure to establish a sufficiently independent board. Votes AGAINST the non-independent audit committee members, Elisabeth Guertler and Dieter Weisskopf, are further warranted due to the failure to establish a majority-independent committee. Votes FOR the independent nominee Thomas Rinderknecht is warranted as their presence helps to increase the independence of the board. Compensation and nomination committee elections (Items 7.2.1 – 7.2.3) A vote AGAINST the incumbent nomination and compensation committee chair, Monique Bourquin, is warranted as her election to the board does not warrant support. A vote AGAINST Rudolf Spruengli and Silvio Denz is warranted because their elections to the board do not warrant support.</i>					
7.1.3	Reelect Rudolf Spruengli as Director	Mgmt	For	Against	Against
<i>Voting Policy Rationale: Board elections (Items 7.1.1– 7.1.7) A vote AGAINST incumbent nomination committee members Monique Bourquin, Silvio Denz and Rudolf Spruengli is warranted for lack of diversity on the board. Votes AGAINST the non-independent nominees: Ernst Tanner, Elisabeth Guertler, Rudolf Spruengli, and Dieter Weisskopf are warranted due to the failure to establish a sufficiently independent board. Votes AGAINST the non-independent audit committee members, Elisabeth Guertler and Dieter Weisskopf, are further warranted due to the failure to establish a majority-independent committee. Votes FOR the independent nominee Thomas Rinderknecht is warranted as their presence helps to increase the independence of the board. Compensation and nomination committee elections (Items 7.2.1 – 7.2.3) A vote AGAINST the incumbent nomination and compensation committee chair, Monique Bourquin, is warranted as her election to the board does not warrant support. A vote AGAINST Rudolf Spruengli and Silvio Denz is warranted because their elections to the board do not warrant support.</i>					

Chocoladefabriken Lindt & Spruengli AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7.1.4	Reelect Elisabeth Guertler as Director	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: Board elections (Items 7.1.1– 7.1.7) A vote AGAINST incumbent nomination committee members Monique Bourquin, Silvio Denz and Rudolf Spruengli is warranted for lack of diversity on the board. Votes AGAINST the non-independent nominees: Ernst Tanner, Elisabeth Guertler, Rudolf Spruengli, and Dieter Weisskopf are warranted due to the failure to establish a sufficiently independent board. Votes AGAINST the non-independent audit committee members, Elisabeth Guertler and Dieter Weisskopf, are further warranted due to the failure to establish a majority-independent committee. Votes FOR the independent nominee Thomas Rinderknecht is warranted as their presence helps to increase the independence of the board. Compensation and nomination committee elections (Items 7.2.1 – 7.2.3) A vote AGAINST the incumbent nomination and compensation committee chair, Monique Bourquin, is warranted as her election to the board does not warrant support. A vote AGAINST Rudolf Spruengli and Silvio Denz is warranted because their elections to the board do not warrant support.</i></p>				
7.1.5	Reelect Thomas Rinderknecht as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Board elections (Items 7.1.1– 7.1.7) A vote AGAINST incumbent nomination committee members Monique Bourquin, Silvio Denz and Rudolf Spruengli is warranted for lack of diversity on the board. Votes AGAINST the non-independent nominees: Ernst Tanner, Elisabeth Guertler, Rudolf Spruengli, and Dieter Weisskopf are warranted due to the failure to establish a sufficiently independent board. Votes AGAINST the non-independent audit committee members, Elisabeth Guertler and Dieter Weisskopf, are further warranted due to the failure to establish a majority-independent committee. Votes FOR the independent nominee Thomas Rinderknecht is warranted as their presence helps to increase the independence of the board. Compensation and nomination committee elections (Items 7.2.1 – 7.2.3) A vote AGAINST the incumbent nomination and compensation committee chair, Monique Bourquin, is warranted as her election to the board does not warrant support. A vote AGAINST Rudolf Spruengli and Silvio Denz is warranted because their elections to the board do not warrant support.</i></p>				
7.1.6	Reelect Silvio Denz as Director	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: Board elections (Items 7.1.1– 7.1.7) A vote AGAINST incumbent nomination committee members Monique Bourquin, Silvio Denz and Rudolf Spruengli is warranted for lack of diversity on the board. Votes AGAINST the non-independent nominees: Ernst Tanner, Elisabeth Guertler, Rudolf Spruengli, and Dieter Weisskopf are warranted due to the failure to establish a sufficiently independent board. Votes AGAINST the non-independent audit committee members, Elisabeth Guertler and Dieter Weisskopf, are further warranted due to the failure to establish a majority-independent committee. Votes FOR the independent nominee Thomas Rinderknecht is warranted as their presence helps to increase the independence of the board. Compensation and nomination committee elections (Items 7.2.1 – 7.2.3) A vote AGAINST the incumbent nomination and compensation committee chair, Monique Bourquin, is warranted as her election to the board does not warrant support. A vote AGAINST Rudolf Spruengli and Silvio Denz is warranted because their elections to the board do not warrant support.</i></p>				
7.1.7	Reelect Monique Bourquin as Director	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: Board elections (Items 7.1.1– 7.1.7) A vote AGAINST incumbent nomination committee members Monique Bourquin, Silvio Denz and Rudolf Spruengli is warranted for lack of diversity on the board. Votes AGAINST the non-independent nominees: Ernst Tanner, Elisabeth Guertler, Rudolf Spruengli, and Dieter Weisskopf are warranted due to the failure to establish a sufficiently independent board. Votes AGAINST the non-independent audit committee members, Elisabeth Guertler and Dieter Weisskopf, are further warranted due to the failure to establish a majority-independent committee. Votes FOR the independent nominee Thomas Rinderknecht is warranted as their presence helps to increase the independence of the board. Compensation and nomination committee elections (Items 7.2.1 – 7.2.3) A vote AGAINST the incumbent nomination and compensation committee chair, Monique Bourquin, is warranted as her election to the board does not warrant support. A vote AGAINST Rudolf Spruengli and Silvio Denz is warranted because their elections to the board do not warrant support.</i></p>				
7.2.1	Reappoint Monique Bourquin as Member of the Nomination and Compensation Committee	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: Board elections (Items 7.1.1– 7.1.7) A vote AGAINST incumbent nomination committee members Monique Bourquin, Silvio Denz and Rudolf Spruengli is warranted for lack of diversity on the board. Votes AGAINST the non-independent nominees: Ernst Tanner, Elisabeth Guertler, Rudolf Spruengli, and Dieter Weisskopf are warranted due to the failure to establish a sufficiently independent board. Votes AGAINST the non-independent audit committee members, Elisabeth Guertler and Dieter Weisskopf, are further warranted due to the failure to establish a majority-independent committee. Votes FOR the independent nominee Thomas Rinderknecht is warranted as their presence helps to increase the independence of the board. Compensation and nomination committee elections (Items 7.2.1 – 7.2.3) A vote AGAINST the incumbent nomination and compensation committee chair, Monique Bourquin, is warranted as her election to the board does not warrant support. A vote AGAINST Rudolf Spruengli and Silvio Denz is warranted because their elections to the board do not warrant support.</i></p>				

Chocoladefabriken Lindt & Spruengli AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7.2.2	Reappoint Rudolf Spruengli as Member of the Nomination and Compensation Committee	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: Board elections (Items 7.1.1– 7.1.7) A vote AGAINST incumbent nomination committee members Monique Bourquin, Silvio Denz and Rudolf Spruengli is warranted for lack of diversity on the board. Votes AGAINST the non-independent nominees: Ernst Tanner, Elisabeth Guertler, Rudolf Spruengli, and Dieter Weisskopf are warranted due to the failure to establish a sufficiently independent board. Votes AGAINST the non-independent audit committee members, Elisabeth Guertler and Dieter Weisskopf, are further warranted due to the failure to establish a majority-independent committee. Votes FOR the independent nominee Thomas Rinderknecht is warranted as their presence helps to increase the independence of the board. Compensation and nomination committee elections (Items 7.2.1 – 7.2.3) A vote AGAINST the incumbent nomination and compensation committee chair, Monique Bourquin, is warranted as her election to the board does not warrant support. A vote AGAINST Rudolf Spruengli and Silvio Denz is warranted because their elections to the board do not warrant support.</i></p>				
7.2.3	Reappoint Silvio Denz as Member of the Nomination and Compensation Committee	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: Board elections (Items 7.1.1– 7.1.7) A vote AGAINST incumbent nomination committee members Monique Bourquin, Silvio Denz and Rudolf Spruengli is warranted for lack of diversity on the board. Votes AGAINST the non-independent nominees: Ernst Tanner, Elisabeth Guertler, Rudolf Spruengli, and Dieter Weisskopf are warranted due to the failure to establish a sufficiently independent board. Votes AGAINST the non-independent audit committee members, Elisabeth Guertler and Dieter Weisskopf, are further warranted due to the failure to establish a majority-independent committee. Votes FOR the independent nominee Thomas Rinderknecht is warranted as their presence helps to increase the independence of the board. Compensation and nomination committee elections (Items 7.2.1 – 7.2.3) A vote AGAINST the incumbent nomination and compensation committee chair, Monique Bourquin, is warranted as her election to the board does not warrant support. A vote AGAINST Rudolf Spruengli and Silvio Denz is warranted because their elections to the board do not warrant support.</i></p>				
7.3	Designate Patrick Schleiffer as Independent Proxy	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concerns.</i></p>				
7.4	Ratify PricewaterhouseCoopers AG as Auditors	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i></p>				
8.1	Approve Remuneration of Directors in the Amount of CHF 3.2 Million	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount is in line with market practice.</i></p>				
8.2	Approve Remuneration of Executive Committee in the Amount of CHF 21 Million	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this item is warranted because the proposal appears to be in line with market practice and does not raise significant concerns.</i></p>				
9	Approve Creation of CHF 3.1 Million Pool of Conditional Capital for Employee Equity Participation	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST this resolution is warranted because the total potential dilution exceeds 10 percent of the share capital, which is considered excessive for a mature company.</i></p>				
10	Transact Other Business (Voting)	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST is warranted because: * This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and * The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.</i></p>				

Genting Singapore Limited

Meeting Date: 04/18/2024

Country: Singapore

Ticker: G13

Record Date:

Meeting Type: Annual

Primary Security ID: Y2692C139

Shares Voted: 168,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Adopt Directors' Statement, Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR this resolution is warranted.</i>				
2	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine dividend proposal.</i>				
3	Elect Tan Wah Yeow as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR both nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>				
4	Elect Hauw Sze Shiung Winston as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR both nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>				
5(a)	Approve Directors' Fees	Mgmt	For	For	For
	<i>Voting Policy Rationale: Director fees in Singapore are usually reasonable. In the absence of known concerns over director fees at the company, a vote FOR this proposal is warranted.</i>				
5(b)	Approve Grant of Awards Under the Genting Singapore Performance Share Scheme	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted given that the directors eligible to receive awards under the Scheme are involved in the administration of the Scheme.</i>				
6	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Directors to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the audit firm, its remuneration, and the way the audit was conducted.</i>				
7	Approve Renewal of Mandate for Interested Person Transactions	Mgmt	For	For	For
	<i>Voting Policy Rationale: Given the protections that Singapore law and listing requirements provide, related-party transactions are routine items in Singapore. As such, a vote FOR this resolution is warranted.</i>				
8	Authorize Share Repurchase Program	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted given that the size and pricing provisions of the proposed repurchase mandate are within the recommended limits.</i>				

Meeting Date: 04/18/2024

Country: USA

Ticker: HUM

Record Date: 02/29/2024

Meeting Type: Annual

Primary Security ID: 444859102

Shares Voted: 1,287

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Raquel C. Bono	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Frank D'Amelio, David Feinberg and Karen Katz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Bruce D. Broussard	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Frank D'Amelio, David Feinberg and Karen Katz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Frank A. D'Amelio	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Frank D'Amelio, David Feinberg and Karen Katz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director David T. Feinberg	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Frank D'Amelio, David Feinberg and Karen Katz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Wayne A. I. Frederick	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Frank D'Amelio, David Feinberg and Karen Katz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director John W. Garratt	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Frank D'Amelio, David Feinberg and Karen Katz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Kurt J. Hilzinger	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Frank D'Amelio, David Feinberg and Karen Katz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Karen W. Katz	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Frank D'Amelio, David Feinberg and Karen Katz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Marcy S. Klevorn	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Frank D'Amelio, David Feinberg and Karen Katz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Jorge S. Mesquita	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Frank D'Amelio, David Feinberg and Karen Katz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Brad D. Smith	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Frank D'Amelio, David Feinberg and Karen Katz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Humana Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 7.76 percent of the fees paid to the auditor are for non-audit purposes.</i>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * A majority of equity awards to the CEO are not tied to performance-contingent pay elements; and * Excessive differentials between CEO pay and the pay of other named executive officers at the firm.</i>					
4	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i>					
5	Eliminate Supermajority Vote Requirement	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that the reduction in the supermajority vote requirement would enhance shareholder rights.</i>					
6	Adopt Simple Majority Vote	SH	Against	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Strong support for this proposal could motivate management to continue to seek removal of supermajority voting requirements if Item 5 is not approved.</i>					

Jiangsu Expressway Company Limited

Meeting Date: 04/18/2024 **Country:** China **Ticker:** 177
Record Date: 03/18/2024 **Meeting Type:** Extraordinary Shareholders
Primary Security ID: Y4443L103

Shares Voted: 90,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	EGM BALLOT FOR HOLDERS OF H SHARES	Mgmt			
1	Approve Acquisition of Equity Interest of Jiangsu Suxichang South Expressway Company Limited from Jiangsu Communications Holding Limited and Related Transactions	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted.</i>					
2	Amend Working Rules for Independent Directors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR Items 2, 4, and 5 is warranted given that the proposed amendments to the Rules for INEDs, Shareholder Rules, and Board Rules are in line with the relevant laws and regulations that govern the company. A vote AGAINST Item 3 is warranted because the proposed articles amendments are not considered to adequately provide for accountability and transparency to shareholders.</i>					

Jiangsu Expressway Company Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Amend Articles of Association	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote FOR Items 2, 4, and 5 is warranted given that the proposed amendments to the Rules for INEDs, Shareholder Rules, and Board Rules are in line with the relevant laws and regulations that govern the company. A vote AGAINST Item 3 is warranted because the proposed articles amendments are not considered to adequately provide for accountability and transparency to shareholders.</i></p>					
4	Amend Rules of Procedure for Shareholders Meetings	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR Items 2, 4, and 5 is warranted given that the proposed amendments to the Rules for INEDs, Shareholder Rules, and Board Rules are in line with the relevant laws and regulations that govern the company. A vote AGAINST Item 3 is warranted because the proposed articles amendments are not considered to adequately provide for accountability and transparency to shareholders.</i></p>					
5	Amend Rules of Procedure for the Board Meetings	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR Items 2, 4, and 5 is warranted given that the proposed amendments to the Rules for INEDs, Shareholder Rules, and Board Rules are in line with the relevant laws and regulations that govern the company. A vote AGAINST Item 3 is warranted because the proposed articles amendments are not considered to adequately provide for accountability and transparency to shareholders.</i></p>					

Jyske Bank A/S

Meeting Date: 04/18/2024	Country: Denmark	Ticker: JYSK
Record Date: 04/11/2024	Meeting Type: Extraordinary Shareholders	
Primary Security ID: K55633117		

Shares Voted: 790

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
a.1	Amend Articles Re: Art.(8), Item 1 g	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these proposals is warranted because they appear largely uncontroversial, and neutral in terms of shareholder rights.</i></p>					
a.2	Amend Articles Re: Art. 15(6) to be Discontinued	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these proposals is warranted because they appear largely uncontroversial, and neutral in terms of shareholder rights.</i></p>					
a.3	Amend Articles Re: Art. 16(1)	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these proposals is warranted because they appear largely uncontroversial, and neutral in terms of shareholder rights.</i></p>					
a.4	Amend Articles Re: Art. 17(1)	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these proposals is warranted because they appear largely uncontroversial, and neutral in terms of shareholder rights.</i></p>					
b	Authorize Editorial Changes to Adopted Resolutions in Connection with Registration with Danish Authorities	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this formality is warranted as it will not have any impact on the material content of the adopted resolutions.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
c	Other Business	Mgmt			

Voting Policy Rationale: This is a routine, non-voting item.

LVMH Moët Hennessy Louis Vuitton SE

Meeting Date: 04/18/2024 Country: France Ticker: MC
 Record Date: 04/16/2024 Meeting Type: Annual/Special
 Primary Security ID: F58485115

Shares Voted: 2,096

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Ordinary Business	Mgmt			
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.</i>				
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.</i>				
3	Approve Allocation of Income and Dividends of EUR 13 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted because the proposed payout ratio is adequate without being excessive.</i>				
4	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted as the Company failed to provide enough information with respect to the transaction with Agache, important shareholder, making it therefore impossible to ascertain that the continuation of this agreement is in shareholders' interests.</i>				
5	Reelect Antoine Arnault as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: * Votes AGAINST the (re)elections of these non-independent nominees are warranted given the lack of independence at the board level (including all board members: 40.0 percent vs 33.3 percent recommended; excluding government representatives, employee representatives, and employee shareholder representatives (if any): 46.2 percent vs 50 percent recommended) (Items 5, 7 and 8). * Votes AGAINST these (re)election are warranted since the directors (or shareholder's representatives) benefit from the company's distortive voting structure (Items 5, 7 and 8). * A vote FOR the (re)election of this independent nominee is warranted in the absence of specific concerns (Item 6).</i>				
6	Elect Henri de Castries as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: * Votes AGAINST the (re)elections of these non-independent nominees are warranted given the lack of independence at the board level (including all board members: 40.0 percent vs 33.3 percent recommended; excluding government representatives, employee representatives, and employee shareholder representatives (if any): 46.2 percent vs 50 percent recommended) (Items 5, 7 and 8). * Votes AGAINST these (re)election are warranted since the directors (or shareholder's representatives) benefit from the company's distortive voting structure (Items 5, 7 and 8). * A vote FOR the (re)election of this independent nominee is warranted in the absence of specific concerns (Item 6).</i>				

LVMH Moët Hennessy Louis Vuitton SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Elect Alexandre Arnault as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: * Votes AGAINST the (re)elections of these non-independent nominees are warranted given the lack of independence at the board level (including all board members: 40.0 percent vs 33.3 percent recommended; excluding government representatives, employee representatives, and employee shareholder representatives (if any): 46.2 percent vs 50 percent recommended) (Items 5, 7 and 8). * Votes AGAINST these (re)election are warranted since the directors (or shareholder's representatives) benefit from the company's distortive voting structure (Items 5, 7 and 8). * A vote FOR the (re)election of this independent nominee is warranted in the absence of specific concerns (Item 6).</i></p>					
8	Elect Frederic Arnault as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: * Votes AGAINST the (re)elections of these non-independent nominees are warranted given the lack of independence at the board level (including all board members: 40.0 percent vs 33.3 percent recommended; excluding government representatives, employee representatives, and employee shareholder representatives (if any): 46.2 percent vs 50 percent recommended) (Items 5, 7 and 8). * Votes AGAINST these (re)election are warranted since the directors (or shareholder's representatives) benefit from the company's distortive voting structure (Items 5, 7 and 8). * A vote FOR the (re)election of this independent nominee is warranted in the absence of specific concerns (Item 6).</i></p>					
9	Appoint Deloitte & Associates as Auditor Responsible for Certifying Sustainability Information	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR are warranted because there are no concerns regarding these proposals.</i></p>					
10	Approve Compensation Report of Corporate Officers	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this remuneration report is warranted in regard of * the high level of dissent recorded at several previous AGMs and the lack of response from the company. * the limited perimeter used for the pay ratio.</i></p>					
11	Approve Compensation of Bernard Arnault, Chairman and CEO	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this remuneration report is warranted because of the limited disclosure on the level of achievement of the performance conditions of both the STI and the LTIP that vested this year. Furthermore, the performance criteria of the LTI granted do not seem particularly challenging.</i></p>					
12	Approve Compensation of Antonio Belloni, Vice-CEO	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this remuneration report is warranted because of the limited disclosure on the level of achievement of the performance conditions of both the STI and the LTIP that vested this year. Furthermore, the performance criteria of the LTI granted do not seem particularly challenging.</i></p>					
13	Approve Remuneration Policy of Directors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted because it does not raise any significant concern.</i></p>					
14	Approve Remuneration Policy of Chairman and CEO	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Votes AGAINST these remuneration policies are warranted because: • The Company does not disclose targets or payout scales for the annual bonus; • The nature of the LTIP criteria, the vesting scales and the performance period are not disclosed; • Post-mandate vesting of LTI grant is not explicitly excluded; • The derogation policy of the board is deemed too broad; and • The cap on the exceptional remuneration is not disclosed.</i></p>					
15	Approve Remuneration Policy of Vice-CEO	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Votes AGAINST these remuneration policies are warranted because: • The Company does not disclose targets or payout scales for the annual bonus; • The nature of the LTIP criteria, the vesting scales and the performance period are not disclosed; • Post-mandate vesting of LTI grant is not explicitly excluded; • The derogation policy of the board is deemed too broad; and • The cap on the exceptional remuneration is not disclosed.</i></p>					

LVMH Moët Hennessy Louis Vuitton SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
16	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: Such a share buyback program merits a vote FOR.</i>				
17	Extraordinary Business Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as such share capital reductions are favorable to shareholders.</i>				
18	Authorize up to 1 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted because: * The performance conditions are vague. * The vesting period is not sufficiently long-term oriented. * The performance period is not disclosed.</i>				
19	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the employee stock purchase plans are warranted as the proposed volume respects the 10-percent recommended guidelines.</i>				
20	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees and Corporate Officers of International Subsidiaries	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the employee stock purchase plans are warranted as the proposed volume respects the 10-percent recommended guidelines.</i>				

Orkla ASA

Meeting Date: 04/18/2024

Country: Norway

Ticker: ORK

Record Date: 04/11/2024

Meeting Type: Annual

Primary Security ID: R67787102

Shares Voted: 5,703

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Open Meeting; Elect Chairman of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: This is a routine meeting formality.</i>				
2	Accept Financial Statements and Statutory Reports; Approve Allocation of Income and Dividends of NOK 6 Per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concern regarding the financial statements, or proposed allocation of income.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Remuneration Statement (Advisory Vote)	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this item is warranted because the proposed remuneration report is below par in relation to market standards, particularly with regards to the downward adjustment mechanism to the exercise price under the warrant plan as well some of the assessment criteria in the short-term bonus plan.</i>				
4	Discuss Company's Corporate Governance Statement	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
5.1	Authorize Repurchase of Shares for Use in Employee Incentive Programs	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted as the requested funding would be used to fund an incentive plan in which it is reasonable to believe that warrants may be exercised below market price at grant. Additionally, the authorization is deemed excessive.</i>				
5.2	Authorize Share Repurchase Program and Reissuance and/or Cancellation of Repurchased Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal to repurchase and reissue company shares is warranted, as the proposal includes acceptable holding, volume, and duration limits.</i>				
6.1	Reelect Stein Erik Hagen as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time.</i>				
6.2	Reelect Liselott Kilaas as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time.</i>				
6.3	Reelect Peter Agnefjall as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time.</i>				
6.4	Reelect Christina Fagerberg as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time.</i>				
6.5	Reelect Rolv Erik Ryssdal as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time.</i>				
6.6	Reelect Caroline Hagen Kjos as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time.</i>				
6.7	Elect Bengt Arve Rem as New Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time.</i>				
7	Reelect Stein Erik Hagen as Board Chairman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because there are no concerns with the election of this individual as board chairman.</i>				

Orkla ASA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8.1	Elect Anders Christian Stray Ryssdal as Members of Nominating Committee	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these items is warranted, because of a lack of controversy regarding the nominating committee.</i>					
8.2	Elect Kjetil Houg as Members of Nominating Committee	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these items is warranted, because of a lack of controversy regarding the nominating committee.</i>					
8.3	Elect Rebekka Glasser Herlofsen as Members of Nominating Committee	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these items is warranted, because of a lack of controversy regarding the nominating committee.</i>					
9	Elect Anders Christian Stray Ryssdal as Chair of Nominating Committee	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these items is warranted, because of a lack of controversy regarding the nominating committee.</i>					
10	Approve Remuneration of Directors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these remuneration proposals is warranted because of a lack of concern regarding the proposed fees.</i>					
11	Approve Remuneration of Nominating Committee	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these remuneration proposals is warranted because of a lack of concern regarding the proposed fees.</i>					
12	Approve Remuneration of Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>					

PPG Industries, Inc.

Meeting Date: 04/18/2024 **Country:** USA **Ticker:** PPG
Record Date: 02/16/2024 **Meeting Type:** Annual
Primary Security ID: 693506107

Shares Voted: 5,148

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Michael W. Lamach	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Michael Lamach is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>					
1.2	Elect Director Martin H. Richenhagen	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Michael Lamach is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>					

PPG Industries, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Director Christopher N. Roberts, III	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Michael Lamach is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>					
1.4	Elect Director Catherine R. Smith	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Michael Lamach is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time. The relative TSR metric of the LTI program targets only median performance and the proxy does not disclose whether there is a payout cap for negative absolute results. However, both annual and long-term incentives are primarily based on pre-set objective financial metrics, and the LTI program is majority performance based and utilizes multi-year performance periods.</i>					
3	Provide Right to Call Special Meeting	Mgmt	For	For	For
<i>Voting Policy Rationale: Currently, the company does not provide shareholders with the ability to call special meetings. Hence, a vote FOR this proposal is warranted as it represents an enhancement to shareholders' rights.</i>					
4	Amend Certificate of Incorporation to Provide for the Exculpation of Officers	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the liability limitation provision permitted by Pennsylvania law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i>					
5	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 15.20 percent of the fees paid to the auditor are for non-audit purposes.</i>					

Santander Bank Polska SA

Meeting Date: 04/18/2024 **Country:** Poland **Ticker:** SPL
Record Date: 04/02/2024 **Meeting Type:** Annual
Primary Security ID: X0646L107

Shares Voted: 1,418

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Open Meeting	Mgmt			
<i>Voting Policy Rationale: Votes FOR Items 2 and 4 are warranted because these are routine meeting formalities. Items 1 and 3 are non-voting.</i>					
2	Elect Meeting Chairman	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR Items 2 and 4 are warranted because these are routine meeting formalities. Items 1 and 3 are non-voting.</i>					
3	Acknowledge Proper Convening of Meeting	Mgmt			
<i>Voting Policy Rationale: Votes FOR Items 2 and 4 are warranted because these are routine meeting formalities. Items 1 and 3 are non-voting.</i>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Approve Agenda of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR Items 2 and 4 are warranted because these are routine meeting formalities. Items 1 and 3 are non-voting.</i>				
5	Approve Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns about the accounts presented or the audit procedures used.</i>				
6	Approve Consolidated Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns about the accounts presented or the audit procedures used.</i>				
7	Approve Management Board Report on Company's and Group's Operations	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR Items 7 and 11 are warranted because the reports shareholders are asked to approve under these items are uncontroversial, and their approval would not substantively affect the company, or its shareholders' rights.</i>				
8	Approve Allocation of Income and Dividends	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no known concerns with the proposed income allocation.</i>				
9.1	Approve Discharge of Michal Gajewski (CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal year 2023.</i>				
9.2	Approve Discharge of Andrzej Burliga (Deputy CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal year 2023.</i>				
9.3	Approve Discharge of Lech Galkowski (Management Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal year 2023.</i>				
9.4	Approve Discharge of Artur Glembocki (Management Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal year 2023.</i>				
9.5	Approve Discharge of Maria Elena Lanciego Perez (Management Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal year 2023.</i>				
9.6	Approve Discharge of Patryk Nowakowski (Management Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal year 2023.</i>				
9.7	Approve Discharge of Juan de Porras Aguirre (Deputy CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal year 2023.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
9.8	Approve Discharge of Magdalena Proga-Stepien (Management Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal year 2023.</i>				
9.9	Approve Discharge of Arkadiusz Przybyl (Deputy CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal year 2023.</i>				
9.10	Approve Discharge of Maciej Reluga (Management Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal year 2023.</i>				
9.11	Approve Discharge of Dorota Strojowska (Management Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal year 2023.</i>				
10	Approve Remuneration Report	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the proposed remuneration report is warranted because: * The company does not disclose the definitive KPIs, targets, thresholds, and the corresponding levels of achievement; * The company does not disclose the granting criteria for Incentive Plan VII, performance outcome associated with KPIs, and alignment between pay and performance under this program; * The company does not explicitly disclose some terms of contract of its executives; * We also note that the remuneration report does address the topic of CHF/PLN mortgage provisions that is increasingly presenting a cost to the company and shareholders.</i>				
11	Approve Supervisory Board Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR Items 7 and 11 are warranted because the reports shareholders are asked to approve under these items are uncontroversial, and their approval would not substantively affect the company, or its shareholders' rights.</i>				
12.1	Approve Discharge of Antonio Escamez Torres (Supervisory Board Chairman)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal year 2023.</i>				
12.2	Approve Discharge of Dominika Bettman (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal year 2023.</i>				
12.3	Approve Discharge of Jose Garcia Cantera (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal year 2023.</i>				
12.4	Approve Discharge of Adam Celinski (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal year 2023.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
12.5	Approve Discharge of Danuta Dabrowska (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal year 2023.</i>				
12.6	Approve Discharge of Isabel Guerreiro (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal year 2023.</i>				
12.7	Approve Discharge of David Hexter (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal year 2023.</i>				
12.8	Approve Discharge of Jose Luis De Mora (Supervisory Board Deputy Chairman)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal year 2023.</i>				
12.9	Approve Discharge of John Power (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal year 2023.</i>				
12.10	Approve Discharge of Jerzy Surma (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal year 2023.</i>				
12.11	Approve Discharge of Marynika Woroszylska-Sapieha (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal year 2023.</i>				
13	Approve Assessment of Supervisory Board Suitability	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted.</i>				
14.1	Elect Dominika Bettman as Supervisory Board Member	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because upon election of the proposed candidates, the level of board independence would be equal to 50 percent.</i>				
14.2	Elect Jose Garcia Cantera as Supervisory Board Member	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because upon election of the proposed candidates, the level of board independence would be equal to 50 percent.</i>				
14.3	Elect Adam Celinski as Supervisory Board Member	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because upon election of the proposed candidates, the level of board independence would be equal to 50 percent.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
14.4	Elect Danuta Dabrowska as Supervisory Board Member	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because upon election of the proposed candidates, the level of board independence would be equal to 50 percent.</i>				
14.5	Elect Antonio Escamez Torres as Supervisory Board Member	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because upon election of the proposed candidates, the level of board independence would be equal to 50 percent.</i>				
14.6	Elect Isabel Guerreiro as Supervisory Board Member	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because upon election of the proposed candidates, the level of board independence would be equal to 50 percent.</i>				
14.7	Elect Kamilla Marchewka-Bartkowiak as Supervisory Board Member	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because upon election of the proposed candidates, the level of board independence would be equal to 50 percent.</i>				
14.8	Elect Jose Luis de Mora as Supervisory Board Member	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because upon election of the proposed candidates, the level of board independence would be equal to 50 percent.</i>				
14.9	Elect Tomasz Sojka as Supervisory Board Member	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because upon election of the proposed candidates, the level of board independence would be equal to 50 percent.</i>				
14.10	Elect Jerzy Surma as Supervisory Board Member	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because upon election of the proposed candidates, the level of board independence would be equal to 50 percent.</i>				
15	Elect Antonio Escamez Torres as Chairman of Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because upon election of the proposed candidates, the level of board independence would be equal to 50 percent.</i>				
16	Approve Remuneration of Supervisory Board Members	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because there are no known concerns regarding non-executive remuneration at the company.</i>				
17.1	Amend Statute Re: Corporate Purpose	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because the proposed amendments are unlikely to have any negative impact on shareholder value at the company.</i>				
17.2	Amend Statute Re: Corporate Purpose	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because the proposed amendments are unlikely to have any negative impact on shareholder value at the company.</i>				

Santander Bank Polska SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
18	Authorize Share Repurchase Program for Purposes of Performance Share Plan; Approve Creation of Reserve Capital for Purposes of Share Repurchase Program	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this resolution is warranted due to the following concerns with the underlying incentive plan: * Vesting period may be less than three years; * Shares would be offered to the plan participants free of charge, while the performance criteria lack measurable targets along with the methods adopted for their assessment; * The supervisory board is vested with the power to change the conditions of the program, as well as to grant discretionary bonuses</i></p>					
19	Receive Report on Share Repurchase Program for Purposes of Performance Share Plan	Mgmt			
<p><i>Voting Policy Rationale: This is a non-voting Item.</i></p>					
20	Close Meeting	Mgmt			
<p><i>Voting Policy Rationale: This is a non-voting item.</i></p>					

SEGRO PLC

Meeting Date: 04/18/2024 **Country:** United Kingdom **Ticker:** SGRO
Record Date: 04/16/2024 **Meeting Type:** Annual
Primary Security ID: G80277141

Shares Voted: 5,907

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i></p>					
2	Approve Final Dividend	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i></p>					
3	Approve Remuneration Report	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the remuneration report is considered warranted as there are no material concerns.</i></p>					
4	Re-elect Andy Harrison as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time, including Carol Fairweather, although it is not without concerns as: * The Audit committee met formally three times, which is the minimum number of meetings recommended by the FRC.Items 4-7 and 9-11A.</i></p>					
5	Re-elect Mary Barnard as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time, including Carol Fairweather, although it is not without concerns as: * The Audit committee met formally three times, which is the minimum number of meetings recommended by the FRC.Items 4-7 and 9-11A.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Re-elect Sue Clayton as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time, including Carol Fairweather, although it is not without concerns as: * The Audit committee met formally three times, which is the minimum number of meetings recommended by the FRC.Items 4-7 and 9-11A.</i>				
7	Re-elect Soumen Das as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time, including Carol Fairweather, although it is not without concerns as: * The Audit committee met formally three times, which is the minimum number of meetings recommended by the FRC.Items 4-7 and 9-11A.</i>				
8	Re-elect Carol Fairweather as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time, including Carol Fairweather, although it is not without concerns as: * The Audit committee met formally three times, which is the minimum number of meetings recommended by the FRC.Items 4-7 and 9-11A.</i>				
9	Re-elect Simon Fraser as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time, including Carol Fairweather, although it is not without concerns as: * The Audit committee met formally three times, which is the minimum number of meetings recommended by the FRC.Items 4-7 and 9-11A.</i>				
10	Re-elect David Sleath as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time, including Carol Fairweather, although it is not without concerns as: * The Audit committee met formally three times, which is the minimum number of meetings recommended by the FRC.Items 4-7 and 9-11A.</i>				
11	Re-elect Linda Yueh as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time, including Carol Fairweather, although it is not without concerns as: * The Audit committee met formally three times, which is the minimum number of meetings recommended by the FRC.Items 4-7 and 9-11A.</i>				
12	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 6.3 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
13	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 6.3 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
14	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				
15	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
16	Authorise Board to Offer Scrip Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no concerns have been identified.</i>				

SEGR0 PLC

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

Siegfried Holding AG

Meeting Date: 04/18/2024

Country: Switzerland

Ticker: SFZN

Record Date: 04/12/2024

Meeting Type: Annual

Primary Security ID: H75942153

Shares Voted: 27

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the annual accounts, annual report, and auditor's report for the fiscal year in review is warranted.</i>					
1.2	Approve Non-Financial Report	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the approval of the company's non-financial report is warranted. Nevertheless, support is qualified considering the lack of external assurance that would confirm the validity of the information.</i>					
2.1	Approve CHF 16.2 Million Reduction in Share Capital via Reduction of Nominal Value and Repayment of CHF 3.60 per Share	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the proposed share capital reduction is warranted.</i>					
2.2	Approve Creation of Capital Band within the Upper Limit of CHF 54.6 Million and the Lower Limit of CHF 49.6 Million with or without Exclusion of Preemptive Rights	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the proposed authorization is warranted.</i>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Creation of CHF 2.5 Million Pool of Conditional Capital for Employee Equity Plans	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted due to a lack of significant concerns.</i>				
4	Approve Discharge of Board of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the formal discharge of the board of directors is warranted, as there is no evidence that the board have not fulfilled their fiduciary duties.</i>				
5.1	Approve Remuneration Report (Non-Binding)	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the remuneration report is warranted because: * There are inadequate ex-post disclosures provided to explain performance achievements underlying variable payouts for the year. * Under the STI, a new ESG/strategy metric was introduced although it is not clear what performance is assessed or how it is assessed. * The remuneration report does not disclose a direct response to shareholder dissent on the prior vote.</i>				
5.2	Approve Remuneration of Directors in the Amount of CHF 1.9 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount is in line with market practice.</i>				
5.3.1	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 4.8 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because the proposals appear to be in line with market practice. Nevertheless, we do note that the explanations provided for the requested amounts are somewhat limited.</i>				
5.3.2	Approve Short-Term Performance-Based Remuneration of Executive Committee in the Amount of CHF 2.8 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because the proposals appear to be in line with market practice. Nevertheless, we do note that the explanations provided for the requested amounts are somewhat limited.</i>				
5.3.3	Approve Long-Term Performance-Based Remuneration of Executive Committee in the Amount of CHF 5.9 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because the proposals appear to be in line with market practice. Nevertheless, we do note that the explanations provided for the requested amounts are somewhat limited.</i>				
6.1.1	Reelect Alexandra Brand as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time.</i>				
6.1.2	Reelect Elodie Carr-Cingari as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time.</i>				
6.1.3	Reelect Isabelle Welton as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time.</i>				
6.1.4	Reelect Wolfram Carius as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time.</i>				

Siegfried Holding AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6.1.5	Reelect Andreas Casutt as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time.</i>				
6.1.6	Reelect Martin Schmid as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time.</i>				
6.1.7	Reelect Beat Walti as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time.</i>				
6.2	Reelect Andreas Casutt as Board Chair	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time.</i>				
6.3.1	Reappoint Isabelle Welton as Member of the Compensation Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time.</i>				
6.3.2	Reappoint Martin Schmid as Member of the Compensation Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time.</i>				
6.3.3	Reappoint Beat Walti as Member of the Compensation Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time.</i>				
7	Designate Rolf Freiermuth as Independent Proxy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concerns.</i>				
8	Ratify PricewaterhouseCoopers AG as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
9	Transact Other Business (Voting)	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because: * This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and * The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.</i>				

Siemens Healthineers AG

Meeting Date: 04/18/2024

Country: Germany

Ticker: SHL

Record Date: 04/11/2024

Meeting Type: Annual

Primary Security ID: D6T479107

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
2	Approve Allocation of Income and Dividends of EUR 0.95 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i>				
3.1	Approve Discharge of Management Board Member Bernhard Montag for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
3.2	Approve Discharge of Management Board Member Jochen Schmitz for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
3.3	Approve Discharge of Management Board Member Darleen Caron for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
3.4	Approve Discharge of Management Board Member Elisabeth Staudinger-Leibrecht for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.1	Approve Discharge of Supervisory Board Member Ralf Thomas for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.2	Approve Discharge of Supervisory Board Member Karl-Heinz Streibich for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.3	Approve Discharge of Supervisory Board Member Veronika Bienert (from Feb. 15, 2023) for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.4	Approve Discharge of Supervisory Board Member Roland Busch for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.5	Approve Discharge of Supervisory Board Member Norbert Gaus (until Feb. 15, 2023) for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.6	Approve Discharge of Supervisory Board Member Marion Helmes for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.7	Approve Discharge of Supervisory Board Member Andreas Hoffmann (until Feb. 15, 2023) for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.8	Approve Discharge of Supervisory Board Member Peter Koerte (from Feb. 15, 2023) for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.9	Approve Discharge of Supervisory Board Member Sarena Lin (from Feb. 15, 2023) for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.10	Approve Discharge of Supervisory Board Member Philipp Roesler (until Feb. 15, 2023) for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.11	Approve Discharge of Supervisory Board Member Peer Schatz for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.12	Approve Discharge of Supervisory Board Member Gregory Sorensen (until Feb. 15, 2023) for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				

Siemens Healthineers AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.13	Approve Discharge of Supervisory Board Member Nathalie von Siemens for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.14	Approve Discharge of Supervisory Board Member Dow Wilson (from Feb. 15, 2023) for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
5	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2024	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
6	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the company's remuneration practices are broadly in line with market practice and pay and performance appear reasonably aligned at this time.</i>				
7	Amend Corporate Purpose	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amendments are non-contentious.</i>				
8	Amend Articles of Association	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposed article amendments is warranted because they are overall non-contentious in nature and largely reflect amendments in line with German co-determination laws.</i>				
9.1	Elect Ralf Thomas to the Supervisory Board	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Votes AGAINST the non-independent nominees: Ralf Thomas, Veronika Bienert, Roland Busch, Peter Koerte, and Nathalie von Siemens are warranted because of the failure to establish a sufficiently independent board. Votes AGAINST the non-independent audit committee members, Ralf Thomas and Veronika Bienert, are further warranted because of the failure to establish a sufficiently independent committee. Votes AGAINST: Ralf Thomas, Roland Busch, Sarena Lin, Peer Schatz, Nathalie von Siemens, and Dow Wilson are warranted because their proposed terms of office exceed four years. Votes FOR the independent nominees, Marion Helmes and Karl-Heinz Streibich, are warranted due to a lack of governance concerns.</i>				
9.2	Elect Karl-Heinz Streibich to the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes AGAINST the non-independent nominees: Ralf Thomas, Veronika Bienert, Roland Busch, Peter Koerte, and Nathalie von Siemens are warranted because of the failure to establish a sufficiently independent board. Votes AGAINST the non-independent audit committee members, Ralf Thomas and Veronika Bienert, are further warranted because of the failure to establish a sufficiently independent committee. Votes AGAINST: Ralf Thomas, Roland Busch, Sarena Lin, Peer Schatz, Nathalie von Siemens, and Dow Wilson are warranted because their proposed terms of office exceed four years. Votes FOR the independent nominees, Marion Helmes and Karl-Heinz Streibich, are warranted due to a lack of governance concerns.</i>				
9.3	Elect Roland Busch to the Supervisory Board	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Votes AGAINST the non-independent nominees: Ralf Thomas, Veronika Bienert, Roland Busch, Peter Koerte, and Nathalie von Siemens are warranted because of the failure to establish a sufficiently independent board. Votes AGAINST the non-independent audit committee members, Ralf Thomas and Veronika Bienert, are further warranted because of the failure to establish a sufficiently independent committee. Votes AGAINST: Ralf Thomas, Roland Busch, Sarena Lin, Peer Schatz, Nathalie von Siemens, and Dow Wilson are warranted because their proposed terms of office exceed four years. Votes FOR the independent nominees, Marion Helmes and Karl-Heinz Streibich, are warranted due to a lack of governance concerns.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
9.4	Elect Marion Helmes to the Supervisory Board	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes AGAINST the non-independent nominees: Ralf Thomas, Veronika Bienert, Roland Busch, Peter Koerte, and Nathalie von Siemens are warranted because of the failure to establish a sufficiently independent board. Votes AGAINST the non-independent audit committee members, Ralf Thomas and Veronika Bienert, are further warranted because of the failure to establish a sufficiently independent committee. Votes AGAINST: Ralf Thomas, Roland Busch, Sarena Lin, Peer Schatz, Nathalie von Siemens, and Dow Wilson are warranted because their proposed terms of office exceed four years. Votes FOR the independent nominees, Marion Helmes and Karl-Heinz Streibich, are warranted due to a lack of governance concerns.</i></p>					
9.5	Elect Sarena Lin to the Supervisory Board	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Votes AGAINST the non-independent nominees: Ralf Thomas, Veronika Bienert, Roland Busch, Peter Koerte, and Nathalie von Siemens are warranted because of the failure to establish a sufficiently independent board. Votes AGAINST the non-independent audit committee members, Ralf Thomas and Veronika Bienert, are further warranted because of the failure to establish a sufficiently independent committee. Votes AGAINST: Ralf Thomas, Roland Busch, Sarena Lin, Peer Schatz, Nathalie von Siemens, and Dow Wilson are warranted because their proposed terms of office exceed four years. Votes FOR the independent nominees, Marion Helmes and Karl-Heinz Streibich, are warranted due to a lack of governance concerns.</i></p>					
9.6	Elect Peer Schatz to the Supervisory Board	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Votes AGAINST the non-independent nominees: Ralf Thomas, Veronika Bienert, Roland Busch, Peter Koerte, and Nathalie von Siemens are warranted because of the failure to establish a sufficiently independent board. Votes AGAINST the non-independent audit committee members, Ralf Thomas and Veronika Bienert, are further warranted because of the failure to establish a sufficiently independent committee. Votes AGAINST: Ralf Thomas, Roland Busch, Sarena Lin, Peer Schatz, Nathalie von Siemens, and Dow Wilson are warranted because their proposed terms of office exceed four years. Votes FOR the independent nominees, Marion Helmes and Karl-Heinz Streibich, are warranted due to a lack of governance concerns.</i></p>					
9.7	Elect Nathalie von Siemens to the Supervisory Board	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Votes AGAINST the non-independent nominees: Ralf Thomas, Veronika Bienert, Roland Busch, Peter Koerte, and Nathalie von Siemens are warranted because of the failure to establish a sufficiently independent board. Votes AGAINST the non-independent audit committee members, Ralf Thomas and Veronika Bienert, are further warranted because of the failure to establish a sufficiently independent committee. Votes AGAINST: Ralf Thomas, Roland Busch, Sarena Lin, Peer Schatz, Nathalie von Siemens, and Dow Wilson are warranted because their proposed terms of office exceed four years. Votes FOR the independent nominees, Marion Helmes and Karl-Heinz Streibich, are warranted due to a lack of governance concerns.</i></p>					
9.8	Elect Dow Wilson to the Supervisory Board	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Votes AGAINST the non-independent nominees: Ralf Thomas, Veronika Bienert, Roland Busch, Peter Koerte, and Nathalie von Siemens are warranted because of the failure to establish a sufficiently independent board. Votes AGAINST the non-independent audit committee members, Ralf Thomas and Veronika Bienert, are further warranted because of the failure to establish a sufficiently independent committee. Votes AGAINST: Ralf Thomas, Roland Busch, Sarena Lin, Peer Schatz, Nathalie von Siemens, and Dow Wilson are warranted because their proposed terms of office exceed four years. Votes FOR the independent nominees, Marion Helmes and Karl-Heinz Streibich, are warranted due to a lack of governance concerns.</i></p>					
9.9	Elect Veronika Bienert to the Supervisory Board	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Votes AGAINST the non-independent nominees: Ralf Thomas, Veronika Bienert, Roland Busch, Peter Koerte, and Nathalie von Siemens are warranted because of the failure to establish a sufficiently independent board. Votes AGAINST the non-independent audit committee members, Ralf Thomas and Veronika Bienert, are further warranted because of the failure to establish a sufficiently independent committee. Votes AGAINST: Ralf Thomas, Roland Busch, Sarena Lin, Peer Schatz, Nathalie von Siemens, and Dow Wilson are warranted because their proposed terms of office exceed four years. Votes FOR the independent nominees, Marion Helmes and Karl-Heinz Streibich, are warranted due to a lack of governance concerns.</i></p>					
9.10	Elect Peter Koerte to the Supervisory Board	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Votes AGAINST the non-independent nominees: Ralf Thomas, Veronika Bienert, Roland Busch, Peter Koerte, and Nathalie von Siemens are warranted because of the failure to establish a sufficiently independent board. Votes AGAINST the non-independent audit committee members, Ralf Thomas and Veronika Bienert, are further warranted because of the failure to establish a sufficiently independent committee. Votes AGAINST: Ralf Thomas, Roland Busch, Sarena Lin, Peer Schatz, Nathalie von Siemens, and Dow Wilson are warranted because their proposed terms of office exceed four years. Votes FOR the independent nominees, Marion Helmes and Karl-Heinz Streibich, are warranted due to a lack of governance concerns.</i></p>					

Silicon Laboratories Inc.

Meeting Date: 04/18/2024

Country: USA

Ticker: SLAB

Record Date: 02/23/2024

Meeting Type: Annual

Primary Security ID: 826919102

Shares Voted: 736

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director R. Matthew Johnson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sumit Sadana and Gregg Lowe is warranted for lack of diversity on the board. A vote FOR remaining director nominee R. Matthew (Matt) Johnson is warranted.</i>				
1.2	Elect Director Sumit Sadana	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sumit Sadana and Gregg Lowe is warranted for lack of diversity on the board. A vote FOR remaining director nominee R. Matthew (Matt) Johnson is warranted.</i>				
1.3	Elect Director Gregg Lowe	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sumit Sadana and Gregg Lowe is warranted for lack of diversity on the board. A vote FOR remaining director nominee R. Matthew (Matt) Johnson is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 5.16 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				

Tecan Group AG

Meeting Date: 04/18/2024

Country: Switzerland

Ticker: TECN

Record Date: 04/04/2024

Meeting Type: Annual

Primary Security ID: H84774167

Shares Voted: 80

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the annual accounts, annual report, and auditor's report for the fiscal year in review is warranted.</i>				
2	Approve Non-Financial Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the approval of the company's non-financial report is warranted. Nevertheless, support is qualified considering the lack of external assurance that would confirm the validity of the information.</i>				
3.1	Approve Allocation of Income and Dividends of CHF 1.50 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the allocation of income resolutions are warranted due to a lack of concerns.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.2	Approve Dividends of CHF 1.50 per Share from Capital Contribution Reserves	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the allocation of income resolutions are warranted due to a lack of concerns.</i>				
4	Approve Discharge of Board and Senior Management	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the formal discharge of the board of directors and senior management is warranted, as there is no evidence that the board and senior management have not fulfilled their fiduciary duties.</i>				
5.1	Amend Corporate Purpose	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted.</i>				
5.2	Amend Articles of Association	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposed article amendment is warranted because they are overall non-contentious in nature and largely reflect amendments in line with new Swiss statutory requirements.</i>				
5.3	Approve Virtual-Only or Hybrid Shareholder Meetings	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposed article amendments is warranted because: * The company is holding an in-person AGM this year, alternative meeting formats are not precluded, and shareholders' participation rights would be protected (in line with Swiss law). * The virtual-only meeting authorization would be limited to a period of four years, thus allowing shareholders another opportunity to opine on the option. However, this proposal is not without some concern: * The company does not elaborate on the circumstances under which virtual-only meetings would be held.</i>				
5.4	Approve Increase in Size of Board to Eight Members	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concerns.</i>				
5.5	Amend Articles of Association	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposed article amendments is warranted because they are non-contentious changes.</i>				
6	Elect Monica Manotas as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
7.1	Reelect Lukas Braunschweiler as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
7.2	Reelect Myra Eskes as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
7.3	Reelect Oliver Fetzer as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
7.4	Reelect Matthias Gillner as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
7.5	Reelect Karen Huebscher as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7.6	Reelect Christa Kreuzburg as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
7.7	Reelect Daniel Marshak as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
8	Reelect Lukas Braunschweiler as Board Chair	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
9.1	Reappoint Myra Eskes as Member of the Compensation Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
9.2	Reappoint Oliver Fetzer as Member of the Compensation Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
9.3	Reappoint Christa Kreuzburg as Member of the Compensation Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
9.4	Reappoint Daniel Marshak as Member of the Compensation Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
10	Ratify Ernst & Young AG as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
11	Designate Proxy Voting Services GmbH as Independent Proxy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concerns.</i>				
12.1	Approve Remuneration Report (Non-Binding)	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the remuneration report is warranted as, in reaction to prior shareholder dissent, ex-post disclosure of performance achievements has improved and there are no significant concerns regarding pay outcomes for the past year.</i>				
12.2	Approve Remuneration of Directors in the Amount of CHF 1.7 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount is in line with market practice.</i>				

Tecan Group AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
12.3	Approve Remuneration of Executive Committee in the Amount of CHF 20.5 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposal appears to be in line with market practice and does not raise significant concerns.</i>				
13	Transact Other Business (Voting)	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because: * This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and * The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.</i>				

The Toronto-Dominion Bank

Meeting Date: 04/18/2024 **Country:** Canada **Ticker:** TD
Record Date: 02/20/2024 **Meeting Type:** Annual/Special
Primary Security ID: 891160509

Shares Voted: 23,727

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Ayman Antoun	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all proposed nominees is warranted.</i>				
1.2	Elect Director Cherie L. Brant	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all proposed nominees is warranted.</i>				
1.3	Elect Director Amy W. Brinkley	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all proposed nominees is warranted.</i>				
1.4	Elect Director Brian C. Ferguson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all proposed nominees is warranted.</i>				
1.5	Elect Director Colleen A. Goggins	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all proposed nominees is warranted.</i>				
1.6	Elect Director Alan N. MacGibbon	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all proposed nominees is warranted.</i>				
1.7	Elect Director John B. MacIntyre	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all proposed nominees is warranted.</i>				
1.8	Elect Director Karen E. Maidment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all proposed nominees is warranted.</i>				
1.9	Elect Director Keith G. Martell	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all proposed nominees is warranted.</i>				

The Toronto-Dominion Bank

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.10	Elect Director Bharat B. Masrani	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all proposed nominees is warranted.</i>				
1.11	Elect Director Claude Mongeau	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all proposed nominees is warranted.</i>				
1.12	Elect Director S. Jane Rowe	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all proposed nominees is warranted.</i>				
1.13	Elect Director Nancy G. Tower	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all proposed nominees is warranted.</i>				
1.14	Elect Director Ajay K. Virmani	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all proposed nominees is warranted.</i>				
1.15	Elect Director Mary A. Winston	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all proposed nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.43 percent of the total audit fees paid to the auditor are attributable to non-audit fees.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR this non-binding advisory vote as there are no significant issues at this time.</i>				
4	Approve Increase in Maximum Aggregate Remuneration of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: VOTE RECOMMENDATION Vote FOR the amendments to By-Law No. 1 regarding aggregate remuneration and minimum number of directors as no significant governance concerns have been identified. Vote Requirement: Two-thirds of votes cast</i>				
5	Approve Other By-law No. 1 Amendments	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR the proposed by-laws as no significant governance concerns have been identified.</i>				
	Shareholder Proposals	Mgmt			
6	SP 1: Disclose the CEO Compensation to Median Worker Pay Ratio on an Annual Basis	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted for the following reasons: * Enhanced disclosures of pay disparities between executives and regular employees could allow for more informed and contextual assessments by shareholder of whether executive compensation practices are reasonable and fair; and * Excessive pay disparities between senior executives and rank-and-file employees could pose risks to long-term shareholder value, and impact employee morale as well as a company's standing in the communities in which it operates.</i>				
7	SP 2: Disclose Transition Activities Towards 2030 Emission Reduction Targets	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as added disclosure in relation to the company's 2030 Emissions Reduction and Net-Zero Goals would help ensure stronger alignment between the company's policies and actions. Adoption of the resolution would also provide shareholders with a better understanding of the company's management and oversight of related risks.</i>				

The Toronto-Dominion Bank

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8	SP 3: Introduce Incentive Compensation for All Employees Against ESG Objectives	SH	Against	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST this shareholder proposal is warranted at this time. The bank has disclosed its ESG framework, goals and progress made towards them in its 2023 Sustainability Report. In addition, the bank has a clear and robust oversight structure for ESG governance. The bank incorporates a number of ESG factors into the key metrics used to determine the variable compensation pool for the senior executive team. While tying a portion of all employees compensation to ESG goals may further enhance the bank's focus on ESG goals, employee interests appear to be sufficiently aligned with company performance by evaluating individual performance objectives against their roles. In addition, some employees may have limited influence over ESG metrics and performance due to the nature of their specific roles and responsibilities, making it difficult to link and track compensation with ESG metrics for all employees. In light of the above, the proponent's request appears to be overly prescriptive. As such, a vote AGAINST this shareholder proposal is warranted at this time.</i></p>				
9	SP 4: Disclose Non-Confidential Information Relating to the Bank's Country-by-Country Reporting	SH	Against	For	For
	<p><i>Voting Policy Rationale: Vote AGAINST this shareholder proposal. The bank has disclosed the settlements of proceedings which may be material to the bank in the financial statements. Additional disclosure of all settlements would increase the bank's risks and cost without apparent benefits to shareholders.</i></p>				
10	SP 5: Advisory Vote on Environmental Policies	SH	Against	For	For
	<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted. Additional information on the company's plan to reduce its GHG emissions would allow investors to better understand how the company is managing its climate change related risks and it would allow shareholders to express their opinions on the climate risk management practices of the company.</i></p>				
11	SP 6: Report on Impact of Oil and Gas Divestment	SH	Against	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST this shareholder proposal is warranted at this time. The bank's disclosure is aligned with industry best practices and already meets the proponents request that the bank disclose its exposure to oil and gas divestment. The proponents request that the bank further qualify and quantify the impacts of divestment from the Canadian oil and gas sector on shareholder value and other relevant economic analysis is overly prescriptive and goes beyond industry best practices and existing or upcoming regulatory frameworks.</i></p>				
12	SP 7: Report on All Out-of-Court Settlements	SH	Against	Against	Against
	<p><i>Voting Policy Rationale: Vote AGAINST this shareholder proposal. The bank has disclosed the settlements of proceedings which may be material to the bank in the financial statements. Additional disclosure of all settlements would increase the bank's risks and cost without apparent benefits to shareholders.</i></p>				
13	SP 8: Establish an All Out-of-Court Settlements Committee	SH	Against	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted as the proposal is unduly prescriptive, given the potential limit on the bank's flexibility to determine an appropriate oversight mechanism for itself without assurance of enhanced oversight. In addition, no strong rationale for the proposal has been provided.</i></p>				
14	SP 9: Provide All Employees the Same Amount of Benefit Credits	SH	Against	Against	Against
	<p><i>Voting Policy Rationale: Vote AGAINST this shareholder proposal. The proposal appears to be overly prescriptive to dictate the design of the bank's benefits program. The bank's benefits program that permits employees with more than one dependent receiving more benefit credits than employees without dependents appears to comply with all applicable laws and is consistent with the bank's culture to support employees and their families.</i></p>				

Yintai Gold Co., Ltd.

Meeting Date: 04/18/2024

Country: China

Ticker: 000975

Record Date: 04/11/2024

Meeting Type: Annual

Primary Security ID: Y1584S103

Shares Voted: 24,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Report of the Board of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
2	Approve Report of the Board of Supervisors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
3	Approve Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
4	Approve Annual Report and Summary	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
5	Approve Report of the Independent Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
6	Approve Profit Distribution Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the proposed dividend payout is considered reasonable.</i>				
7	Approve Remuneration of Directors and Senior Management Members	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
8	Approve Use of Idle Own Funds for Entrusted Financial Management and Other Investments	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because the proposed investment could expose the company to unnecessary risks.</i>				
9	Approve Derivatives Trading Business	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this routine item is merited because the use of financial derivatives is for hedging purpose only.</i>				
10	Approve Provision of Guarantee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				

BPER Banca SpA

Meeting Date: 04/19/2024

Country: Italy

Ticker: BPE

Record Date: 04/10/2024

Meeting Type: Annual/Special

Primary Security ID: T1325T119

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Ordinary Business	Mgmt			
1a	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: These items warrant a vote FOR because the company's financial statements and the proposed income allocation do not raise concerns. Support for the approval of the financial statements is however qualified due to the shareholder meeting format, which will not allow shareholders to actively participate in the AGM and interact with the management during the meeting.</i>				
1b	Approve Allocation of Income	Mgmt	For	For	For
	<i>Voting Policy Rationale: These items warrant a vote FOR because the company's financial statements and the proposed income allocation do not raise concerns. Support for the approval of the financial statements is however qualified due to the shareholder meeting format, which will not allow shareholders to actively participate in the AGM and interact with the management during the meeting.</i>				
	Appoint Directors (Slate Election) - Choose One of the Following Slates	Mgmt			
2.1	Slate 1 Submitted by Institutional Investors (Assogestioni)	SH	None	For	For
	<i>Voting Policy Rationale: This resolution warrants a vote FOR because: * Shareholders can support only one slate. * This slate is fully independent. * This slate has been put forth by minority shareholders, and these nominees could therefore be the best positioned to represent the interests of minority shareholders and carry out an effective oversight on the management's behavior. * Candidates on this list have agreed to adhere to the chart of corporate governance principles adopted by Assogestioni.</i>				
2.2	Slate 2 Submitted by Unipol Gruppo SpA	SH	None	Against	Against
	<i>Voting Policy Rationale: Vote AGAINST this slate because: * Shareholders can support only one slate. * Slate proposed under Item 2.1. is better positioned to represent the long-term interests of minority shareholders and carry out an independent oversight of the management's action.</i>				
2.3	Slate 3 Submitted by Fondazione di Sardegna	SH	None	Against	Against
	<i>Voting Policy Rationale: Vote AGAINST this slate because: * Shareholders can support only one slate. * Slate proposed under Item 2.1. is better positioned to represent the long-term interests of minority shareholders and carry out an independent oversight of the management's action.</i>				
3	Approve Remuneration of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: This item warrants a vote FOR because the company has disclosed the proposed remuneration, and no concerns have been noticed.</i>				
	Appoint Internal Statutory Auditors (Slate Election) - Choose One of the Following Slates	Mgmt			
4.1	Slate 1 Submitted by Institutional Investors (Assogestioni)	SH	None	For	For
	<i>Voting Policy Rationale: This item warrants a vote FOR because: * Shareholders can support only one slate. * This slate has been proposed by institutional investors, and these nominees could therefore be the best positioned to represent the interests of minority shareholders and carryout effective oversight on the management's behavior. * Candidates on this slate have agreed to abide by the chart of corporate governance principles adopted by Assogestioni.</i>				

BPER Banca SpA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.2	Slate 2 Submitted by Unipol Gruppo SpA	SH	None	Against	Against
	<i>Voting Policy Rationale: This item warrants a vote AGAINST because: * Shareholders can support only one slate. * Slate proposed under Item 4.1. is likely to better represent the interests of global institutional investors and minority shareholders.</i>				
4.3	Slate 3 Submitted by Fondazione di Sardegna	SH	None	Against	Against
	<i>Voting Policy Rationale: This item warrants a vote AGAINST because: * Shareholders can support only one slate. * Slate proposed under Item 4.1. is likely to better represent the interests of global institutional investors and minority shareholders.</i>				
5	Approve Internal Auditors' Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: This item warrants a vote FOR because the company has disclosed the proposed remuneration, and no concerns have been noticed.</i>				
6	Approve KPMG SpA as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: This item warrants a vote FOR because the company has provided full disclosure on this proposal, and no concerns have been identified.</i>				
7a1	Approve Remuneration Policy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed remuneration policy is well described and does not contravene good European executive remuneration practice.</i>				
7a2	Approve Second Section of the Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: This item warrants a vote FOR because the 2023 compensation practices of the company do not raise concerns.</i>				
7b	Approve Incentive Bonus Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed remuneration policy is well described and does not contravene good European executive remuneration practice.</i>				
7c	Authorize Share Repurchase Program and Reissuance of Repurchased Shares to Service 2024 MBO Incentive Plan, 2022-2025 Long-Term Incentive Plan, and for Any Severance Payments	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed remuneration policy is well described and does not contravene good European executive remuneration practice.</i>				
1	Extraordinary Business Approve Capital Increase to Service the Conversion of Additional Tier 1 Bond	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because this proposal is supported by a valid rationale, and the dilution deriving from the capital increase would remain reasonable.</i>				

BYD Company Limited

Meeting Date: 04/19/2024

Country: China

Ticker: 1211

Record Date: 04/15/2024

Meeting Type: Extraordinary Shareholders

Primary Security ID: Y1023R104

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	EGM BALLOT FOR HOLDERS OF H SHARES	Mgmt			
	RESOLUTIONS IN RELATION TO THE 2024 SHARE REPURCHASE PLAN	Mgmt			
1.01	Approve Purpose of the Share Repurchase	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that the proposed share repurchase would provide an opportunity for A shareholders to realize their investments in the company.</i>				
1.02	Approve Fulfillment of Relevant Conditions for the Share Repurchase	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that the proposed share repurchase would provide an opportunity for A shareholders to realize their investments in the company.</i>				
1.03	Approve Method and Purpose of the Share Repurchase	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that the proposed share repurchase would provide an opportunity for A shareholders to realize their investments in the company.</i>				
1.04	Approve Price or Price Range and Pricing Principles for the Share Repurchase	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that the proposed share repurchase would provide an opportunity for A shareholders to realize their investments in the company.</i>				
1.05	Approve Amount and Source of Capital for the Repurchase	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that the proposed share repurchase would provide an opportunity for A shareholders to realize their investments in the company.</i>				
1.06	Approve Class, Quantity and Percentage to the Total Share Capital for the Proposed Share Repurchase	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that the proposed share repurchase would provide an opportunity for A shareholders to realize their investments in the company.</i>				
1.07	Approve Period of the Share Repurchase	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that the proposed share repurchase would provide an opportunity for A shareholders to realize their investments in the company.</i>				
1.08	Approve Validity Period of the Resolution Regarding the Share Repurchase	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that the proposed share repurchase would provide an opportunity for A shareholders to realize their investments in the company.</i>				
2	Approve Grant of Mandate to the Board and Its Authorized Persons to Deal with Matters in Relation to the Repurchase of A Shares in Full Discretion	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that the proposed share repurchase would provide an opportunity for A shareholders to realize their investments in the company.</i>				

BYD Company Limited

Meeting Date: 04/19/2024

Country: China

Ticker: 1211

Record Date: 04/15/2024

Meeting Type: Special

Primary Security ID: Y1023R104

Shares Voted: 26,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	CLASS MEETING FOR HOLDERS OF H SHARES	Mgmt			
	RESOLUTIONS IN RELATION TO THE 2024 SHARE REPURCHASE PLAN	Mgmt			
1.01	Approve Purpose of the Share Repurchase	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that the proposed share repurchase would provide an opportunity for A shareholders to realize their investments in the company.</i>				
1.02	Approve Fulfillment of Relevant Conditions for the Share Repurchase	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that the proposed share repurchase would provide an opportunity for A shareholders to realize their investments in the company.</i>				
1.03	Approve Method and Purpose of the Share Repurchase	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that the proposed share repurchase would provide an opportunity for A shareholders to realize their investments in the company.</i>				
1.04	Approve Price or Price Range and Pricing Principles for the Share Repurchase	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that the proposed share repurchase would provide an opportunity for A shareholders to realize their investments in the company.</i>				
1.05	Approve Amount and Source of Capital for the Repurchase	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that the proposed share repurchase would provide an opportunity for A shareholders to realize their investments in the company.</i>				
1.06	Approve Class, Quantity and Percentage to the Total Share Capital for the Proposed Share Repurchase	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that the proposed share repurchase would provide an opportunity for A shareholders to realize their investments in the company.</i>				
1.07	Approve Period of the Share Repurchase	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that the proposed share repurchase would provide an opportunity for A shareholders to realize their investments in the company.</i>				
1.08	Approve Validity Period of the Resolution Regarding the Share Repurchase	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that the proposed share repurchase would provide an opportunity for A shareholders to realize their investments in the company.</i>				

BYD Company Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Grant of Mandate to the Board and Its Authorized Persons to Deal with Matters in Relation to the Repurchase of A Shares in Full Discretion	SH	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that the proposed share repurchase would provide an opportunity for A shareholders to realize their investments in the company.</i></p>					

BYD Company Limited

Meeting Date: 04/19/2024 **Country:** China **Ticker:** 1211
Record Date: 04/12/2024 **Meeting Type:** Extraordinary Shareholders
Primary Security ID: Y1023R104

Shares Voted: 14,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	EGM BALLOT FOR HOLDERS OF A SHARES	Mgmt			
	RESOLUTIONS IN RELATION TO THE 2024 SHARE REPURCHASE PLAN	Mgmt			
1.01	Approve Purpose of the Share Repurchase	SH	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that the proposed share repurchase would provide an opportunity for A shareholders to realize their investments in the company.</i></p>					
1.02	Approve Fulfillment of Relevant Conditions for the Share Repurchase	SH	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that the proposed share repurchase would provide an opportunity for A shareholders to realize their investments in the company.</i></p>					
1.03	Approve Method and Purpose of the Share Repurchase	SH	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that the proposed share repurchase would provide an opportunity for A shareholders to realize their investments in the company.</i></p>					
1.04	Approve Price or Price Range and Pricing Principles for the Share Repurchase	SH	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that the proposed share repurchase would provide an opportunity for A shareholders to realize their investments in the company.</i></p>					
1.05	Approve Amount and Source of Capital for the Repurchase	SH	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that the proposed share repurchase would provide an opportunity for A shareholders to realize their investments in the company.</i></p>					
1.06	Approve Class, Quantity and Percentage to the Total Share Capital for the Proposed Share Repurchase	SH	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that the proposed share repurchase would provide an opportunity for A shareholders to realize their investments in the company.</i></p>					

BYD Company Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.07	Approve Period of the Share Repurchase	SH	For	For	For
<i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that the proposed share repurchase would provide an opportunity for A shareholders to realize their investments in the company.</i>					
1.08	Approve Validity Period of the Resolution Regarding the Share Repurchase	SH	For	For	For
<i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that the proposed share repurchase would provide an opportunity for A shareholders to realize their investments in the company.</i>					
2	Approve Grant of Mandate to the Board and Its Authorized Persons to Deal with Matters in Relation to the Repurchase of A Shares in Full Discretion	SH	For	For	For
<i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that the proposed share repurchase would provide an opportunity for A shareholders to realize their investments in the company.</i>					

BYD Company Limited

Meeting Date: 04/19/2024

Country: China

Ticker: 1211

Record Date: 04/12/2024

Meeting Type: Special

Primary Security ID: Y1023R104

Shares Voted: 14,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	CLASS MEETING FOR HOLDERS OF A SHARES	Mgmt			
	RESOLUTIONS IN RELATION TO THE 2024 SHARE REPURCHASE PLAN	Mgmt			
1.01	Approve Purpose of the Share Repurchase	SH	For	For	For
<i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that the proposed share repurchase would provide an opportunity for A shareholders to realize their investments in the company.</i>					
1.02	Approve Fulfillment of Relevant Conditions for the Share Repurchase	SH	For	For	For
<i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that the proposed share repurchase would provide an opportunity for A shareholders to realize their investments in the company.</i>					
1.03	Approve Method and Purpose of the Share Repurchase	SH	For	For	For
<i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that the proposed share repurchase would provide an opportunity for A shareholders to realize their investments in the company.</i>					
1.04	Approve Price or Price Range and Pricing Principles for the Share Repurchase	SH	For	For	For
<i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that the proposed share repurchase would provide an opportunity for A shareholders to realize their investments in the company.</i>					

BYD Company Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.05	Approve Amount and Source of Capital for the Repurchase	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that the proposed share repurchase would provide an opportunity for A shareholders to realize their investments in the company.</i>				
1.06	Approve Class, Quantity and Percentage to the Total Share Capital for the Proposed Share Repurchase	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that the proposed share repurchase would provide an opportunity for A shareholders to realize their investments in the company.</i>				
1.07	Approve Period of the Share Repurchase	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that the proposed share repurchase would provide an opportunity for A shareholders to realize their investments in the company.</i>				
1.08	Approve Validity Period of the Resolution Regarding the Share Repurchase	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that the proposed share repurchase would provide an opportunity for A shareholders to realize their investments in the company.</i>				
2	Approve Grant of Mandate to the Board and Its Authorized Persons to Deal with Matters in Relation to the Repurchase of A Shares in Full Discretion	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that the proposed share repurchase would provide an opportunity for A shareholders to realize their investments in the company.</i>				

Contemporary Amperex Technology Co., Ltd.

Meeting Date: 04/19/2024

Country: China

Ticker: 300750

Record Date: 04/12/2024

Meeting Type: Annual

Primary Security ID: Y1R48E105

Shares Voted: 32,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Annual Report and Summary	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
2	Approve Report of the Board of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
3	Approve Report of the Board of Supervisors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
4	Approve Profit Distribution	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the proposed dividend payout is considered reasonable.</i>				

Contemporary Amperex Technology Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Approve Remuneration of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
6	Approve Remuneration of Supervisors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
7	Approve Purchase of Liability Insurance for Directors, Supervisors and Senior Management Members	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
8	Approve to Appoint Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
9	Approve Application of Credit Lines	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because the proposed borrowing is considered excessive and may add to the company's financial burden, which is deemed not in the best interests of shareholders.</i>				
10	Approve Estimated Amount of Guarantees	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because the level of guarantee to be provided to some of the guaranteed entities is disproportionate to the level of ownership in the said entities. The company has failed to provide valid justifications in the meeting circular.</i>				
11	Approve Hedging Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this routine item is merited because the use of financial derivatives is for hedging purpose only.</i>				
12	Approve Repurchase and Cancellation of Performance Shares and Adjustment of Repurchase Price and Repurchase Quantity Deliberated at the 23rd Meeting of the Board of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because no concerns have been identified.</i>				
13	Approve Repurchase and Cancellation of Performance Shares and Adjustment of Repurchase Price and Repurchase Quantity Deliberated at the 27th Meeting of the Board of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because no concerns have been identified.</i>				
14	Amend Articles of Association	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because the amendments are meant to update the company's share structure in the Articles.</i>				
	AMEND CORPORATE GOVERNANCE SYSTEMS	Mgmt			

Contemporary Amperex Technology Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
15.1	Amend Rules and Procedures Regarding General Meetings of Shareholders	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted given the company has not specified the details and the provisions covered under the proposed amendments.</i>					
15.2	Amend Related-Party Transaction Management System	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted given the company has not specified the details and the provisions covered under the proposed amendments.</i>					
15.3	Amend Entrusted Asset Management System	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted given the company has not specified the details and the provisions covered under the proposed amendments.</i>					
15.4	Amend Management System of Raised Funds	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted given the company has not specified the details and the provisions covered under the proposed amendments.</i>					

Lincoln Electric Holdings, Inc.

Meeting Date: 04/19/2024

Country: USA

Ticker: LECO

Record Date: 02/29/2024

Meeting Type: Annual

Primary Security ID: 533900106

Shares Voted: 747

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Brian D. Chambers	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Patrick Goris, Michael (Mike) Hilton, Kathryn Jo Lincoln, Benny (Ben) Patel, and Kellye Walker for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>					
1.2	Elect Director Curtis E. Espeland	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Patrick Goris, Michael (Mike) Hilton, Kathryn Jo Lincoln, Benny (Ben) Patel, and Kellye Walker for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>					
1.3	Elect Director Bonnie J. Fetch	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Patrick Goris, Michael (Mike) Hilton, Kathryn Jo Lincoln, Benny (Ben) Patel, and Kellye Walker for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>					
1.4	Elect Director Patrick P. Goris	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Patrick Goris, Michael (Mike) Hilton, Kathryn Jo Lincoln, Benny (Ben) Patel, and Kellye Walker for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>					

Lincoln Electric Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.5	Elect Director Steven B. Hedlund	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Patrick Goris, Michael (Mike) Hilton, Kathryn Jo Lincoln, Benny (Ben) Patel, and Kellye Walker for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.6	Elect Director Michael F. Hilton	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Patrick Goris, Michael (Mike) Hilton, Kathryn Jo Lincoln, Benny (Ben) Patel, and Kellye Walker for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.7	Elect Director Marc A. Howze	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Patrick Goris, Michael (Mike) Hilton, Kathryn Jo Lincoln, Benny (Ben) Patel, and Kellye Walker for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.8	Elect Director Kathryn Jo Lincoln	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Patrick Goris, Michael (Mike) Hilton, Kathryn Jo Lincoln, Benny (Ben) Patel, and Kellye Walker for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.9	Elect Director Christopher L. Mapes	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Patrick Goris, Michael (Mike) Hilton, Kathryn Jo Lincoln, Benny (Ben) Patel, and Kellye Walker for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.10	Elect Director Phillip J. Mason	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Patrick Goris, Michael (Mike) Hilton, Kathryn Jo Lincoln, Benny (Ben) Patel, and Kellye Walker for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.11	Elect Director Ben P. Patel	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Patrick Goris, Michael (Mike) Hilton, Kathryn Jo Lincoln, Benny (Ben) Patel, and Kellye Walker for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.12	Elect Director Kellye L. Walker	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Patrick Goris, Michael (Mike) Hilton, Kathryn Jo Lincoln, Benny (Ben) Patel, and Kellye Walker for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.52 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				

Meeting Date: 04/22/2024

Country: USA

Ticker: AVGO

Record Date: 02/22/2024

Meeting Type: Annual

Primary Security ID: 11135F101

Shares Voted: 7,372

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Diane M. Bryant	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Eddy Hartenstein, Gayla Delly, and Check Kian Low is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Gayla J. Delly	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Eddy Hartenstein, Gayla Delly, and Check Kian Low is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Kenneth Y. Hao	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Eddy Hartenstein, Gayla Delly, and Check Kian Low is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Eddy W. Hartenstein	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Eddy Hartenstein, Gayla Delly, and Check Kian Low is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Check Kian Low	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Eddy Hartenstein, Gayla Delly, and Check Kian Low is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Justine F. Page	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Eddy Hartenstein, Gayla Delly, and Check Kian Low is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Henry Samueli	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Eddy Hartenstein, Gayla Delly, and Check Kian Low is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Hock E. Tan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Eddy Hartenstein, Gayla Delly, and Check Kian Low is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Harry L. You	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Eddy Hartenstein, Gayla Delly, and Check Kian Low is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 8.72 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: The compensation committee demonstrated sufficient responsiveness to last year's failed say-on-pay vote. However, there are pay magnitude and structure concerns that underscore a pay-for-performance misalignment. The CEO and NEO were awarded front-loaded equity awards that cover five years of incentive pay; the awards are entirely performance-conditioned and linked to far-reaching stock price hurdles, although the magnitude is outsized and locks in high pay opportunities over a prolonged period. There are also other pay design concerns identified, including a complex regular performance LTI design. In light of these concerns, a vote AGAINST this proposal is warranted.</i>				

Meeting Date: 04/22/2024

Country: Sweden

Ticker: GETI.B

Record Date: 04/12/2024

Meeting Type: Annual

Primary Security ID: W3443C107

Shares Voted: 1,377

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Open Meeting	Mgmt			
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
2	Elect Chairman of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
3	Prepare and Approve List of Shareholders	Mgmt			
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
4	Approve Agenda of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
5	Designate Inspector(s) of Minutes of Meeting	Mgmt			
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
6	Acknowledge Proper Convening of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
7	Receive CEO's Report	Mgmt			
	<i>Voting Policy Rationale: These are non-voting items.</i>				
8	Receive Board's and Board Committee's Reports	Mgmt			
	<i>Voting Policy Rationale: These are non-voting items.</i>				
9	Receive Financial Statements and Statutory Reports	Mgmt			
	<i>Voting Policy Rationale: These are non-voting items.</i>				
10	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the approval of the annual accounts is warranted due to a lack of concern regarding the accounts presented or audit procedures used.</i>				
11	Approve Allocation of Income and Dividends of SEK 4.40 Per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted due to a lack of controversy surrounding the proposed.</i>				
12.a	Approve Discharge of Carl Bennet	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or CEO have not fulfilled their fiduciary duties.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
12.b	Approve Discharge of Johan Bygge	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or CEO have not fulfilled their fiduciary duties.</i>				
12.c	Approve Discharge of Cecilia Daun Wennborg	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or CEO have not fulfilled their fiduciary duties.</i>				
12.d	Approve Discharge of Barbro Friden	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or CEO have not fulfilled their fiduciary duties.</i>				
12.e	Approve Discharge of Dan Frohm	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or CEO have not fulfilled their fiduciary duties.</i>				
12.f	Approve Discharge of Johan Malmquist	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or CEO have not fulfilled their fiduciary duties.</i>				
12.g	Approve Discharge of Malin Persson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or CEO have not fulfilled their fiduciary duties.</i>				
12.h	Approve Discharge of Kristian Samuelsson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or CEO have not fulfilled their fiduciary duties.</i>				
12.i	Approve Discharge of Mattias Perjos	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or CEO have not fulfilled their fiduciary duties.</i>				
12.j	Approve Discharge of Fredrik Brattborn	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or CEO have not fulfilled their fiduciary duties.</i>				
12.k	Approve Discharge of Ake Larsson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or CEO have not fulfilled their fiduciary duties.</i>				
12.l	Approve Discharge of Pontus Kall	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or CEO have not fulfilled their fiduciary duties.</i>				
12.m	Approve Discharge of Ida Gustafsson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or CEO have not fulfilled their fiduciary duties.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
13.a	Determine Number of Members (8) and Deputy Members (0) of Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because of a lack of controversy concerning the size of the board.</i>				
13.b	Determine Number of Auditors (1) and Deputy Auditors (0)	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because of a lack of controversy concerning the number of auditors.</i>				
14.a	Approve Remuneration of Directors in the Aggregate Amount of SEK 5.9 Million; Approve Remuneration for Committee Work	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration proposal is warranted because of a lack of concern regarding the proposed fees.</i>				
14.b	Approve Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
15.a	Reelect Carl Bennet as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST candidates Johan Malmquist (item 15.e), Carl Bennet (Item 15.a), Johan Bygge (item 15.b), Dan Frohm (Item 15.d), Cecilia Daun Wennborg (item 15.c), and Malin (Eva) Persson (Item 15.g) is warranted for the following reasons: * Johan Malmquist and Carl Bennet are incumbent nominating committee members and there is a lack of diversity on the board. * Johan Malmquist, Carl Bennet, Johan Bygge, Dan Frohm, and Cecilia Daun Wennborg are non-independent directors on the board with an insufficient level of overall independence. * Johan Bygge, Dan Frohm, and Cecilia Daun Wennborg are non-independent directors on the audit committee with insufficient level of overall independence. Additionally, the audit committee chairman Johan Bygge is non-independent. * Johan Malmquist, Carl Bennet, and Dan Frohm are non-independent directors on the remuneration committee with insufficient level of overall independence. * Johan Malmquist, Carl Bennet, Johan Bygge, and Malin (Eva) Persson are considered overboarded. * Carl Bennet is a beneficiary of a share structure with unequal voting rights. * Dan Frohm is a representative of a shareholder benefitting of a share structure with unequal voting rights. A vote FOR candidates Mattias Perjos (Item 15.f), Kristian Samuelsson (Item 15.h) is warranted due to a lack of concern regarding the suitability of these individuals.</i>				
15.b	Reelect Johan Bygge as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST candidates Johan Malmquist (item 15.e), Carl Bennet (Item 15.a), Johan Bygge (item 15.b), Dan Frohm (Item 15.d), Cecilia Daun Wennborg (item 15.c), and Malin (Eva) Persson (Item 15.g) is warranted for the following reasons: * Johan Malmquist and Carl Bennet are incumbent nominating committee members and there is a lack of diversity on the board. * Johan Malmquist, Carl Bennet, Johan Bygge, Dan Frohm, and Cecilia Daun Wennborg are non-independent directors on the board with an insufficient level of overall independence. * Johan Bygge, Dan Frohm, and Cecilia Daun Wennborg are non-independent directors on the audit committee with insufficient level of overall independence. Additionally, the audit committee chairman Johan Bygge is non-independent. * Johan Malmquist, Carl Bennet, and Dan Frohm are non-independent directors on the remuneration committee with insufficient level of overall independence. * Johan Malmquist, Carl Bennet, Johan Bygge, and Malin (Eva) Persson are considered overboarded. * Carl Bennet is a beneficiary of a share structure with unequal voting rights. * Dan Frohm is a representative of a shareholder benefitting of a share structure with unequal voting rights. A vote FOR candidates Mattias Perjos (Item 15.f), Kristian Samuelsson (Item 15.h) is warranted due to a lack of concern regarding the suitability of these individuals.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
15.c	Reelect Cecilia Daun Wennborg as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST candidates Johan Malmquist (item 15.e), Carl Bennet (Item 15.a), Johan Bygge (item 15.b), Dan Frohm (Item 15.d), Cecilia Daun Wennborg (item 15.c), and Malin (Eva) Persson (Item 15.g) is warranted for the following reasons: * Johan Malmquist and Carl Bennet are incumbent nominating committee members and there is a lack of diversity on the board. * Johan Malmquist, Carl Bennet, Johan Bygge, Dan Frohm, and Cecilia Daun Wennborg are non-independent directors on the board with an insufficient level of overall independence. * Johan Bygge, Dan Frohm, and Cecilia Daun Wennborg are non-independent directors on the audit committee with insufficient level of overall independence. Additionally, the audit committee chairman Johan Bygge is non-independent. * Johan Malmquist, Carl Bennet, and Dan Frohm are non-independent directors on the remuneration committee with insufficient level of overall independence. * Johan Malmquist, Carl Bennet, Johan Bygge, and Malin (Eva) Persson are considered overboarded. * Carl Bennet is a beneficiary of a share structure with unequal voting rights. * Dan Frohm is a representative of a shareholder benefitting of a share structure with unequal voting rights. A vote FOR candidates Mattias Perjos (Item 15.f), Kristian Samuelsson (Item 15.h) is warranted due to a lack of concern regarding the suitability of these individuals.</i></p>					
15.d	Reelect Dan Frohm as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST candidates Johan Malmquist (item 15.e), Carl Bennet (Item 15.a), Johan Bygge (item 15.b), Dan Frohm (Item 15.d), Cecilia Daun Wennborg (item 15.c), and Malin (Eva) Persson (Item 15.g) is warranted for the following reasons: * Johan Malmquist and Carl Bennet are incumbent nominating committee members and there is a lack of diversity on the board. * Johan Malmquist, Carl Bennet, Johan Bygge, Dan Frohm, and Cecilia Daun Wennborg are non-independent directors on the board with an insufficient level of overall independence. * Johan Bygge, Dan Frohm, and Cecilia Daun Wennborg are non-independent directors on the audit committee with insufficient level of overall independence. Additionally, the audit committee chairman Johan Bygge is non-independent. * Johan Malmquist, Carl Bennet, and Dan Frohm are non-independent directors on the remuneration committee with insufficient level of overall independence. * Johan Malmquist, Carl Bennet, Johan Bygge, and Malin (Eva) Persson are considered overboarded. * Carl Bennet is a beneficiary of a share structure with unequal voting rights. * Dan Frohm is a representative of a shareholder benefitting of a share structure with unequal voting rights. A vote FOR candidates Mattias Perjos (Item 15.f), Kristian Samuelsson (Item 15.h) is warranted due to a lack of concern regarding the suitability of these individuals.</i></p>					
15.e	Reelect Johan Malmquist as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST candidates Johan Malmquist (item 15.e), Carl Bennet (Item 15.a), Johan Bygge (item 15.b), Dan Frohm (Item 15.d), Cecilia Daun Wennborg (item 15.c), and Malin (Eva) Persson (Item 15.g) is warranted for the following reasons: * Johan Malmquist and Carl Bennet are incumbent nominating committee members and there is a lack of diversity on the board. * Johan Malmquist, Carl Bennet, Johan Bygge, Dan Frohm, and Cecilia Daun Wennborg are non-independent directors on the board with an insufficient level of overall independence. * Johan Bygge, Dan Frohm, and Cecilia Daun Wennborg are non-independent directors on the audit committee with insufficient level of overall independence. Additionally, the audit committee chairman Johan Bygge is non-independent. * Johan Malmquist, Carl Bennet, and Dan Frohm are non-independent directors on the remuneration committee with insufficient level of overall independence. * Johan Malmquist, Carl Bennet, Johan Bygge, and Malin (Eva) Persson are considered overboarded. * Carl Bennet is a beneficiary of a share structure with unequal voting rights. * Dan Frohm is a representative of a shareholder benefitting of a share structure with unequal voting rights. A vote FOR candidates Mattias Perjos (Item 15.f), Kristian Samuelsson (Item 15.h) is warranted due to a lack of concern regarding the suitability of these individuals.</i></p>					
15.f	Reelect Mattias Perjos as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST candidates Johan Malmquist (item 15.e), Carl Bennet (Item 15.a), Johan Bygge (item 15.b), Dan Frohm (Item 15.d), Cecilia Daun Wennborg (item 15.c), and Malin (Eva) Persson (Item 15.g) is warranted for the following reasons: * Johan Malmquist and Carl Bennet are incumbent nominating committee members and there is a lack of diversity on the board. * Johan Malmquist, Carl Bennet, Johan Bygge, Dan Frohm, and Cecilia Daun Wennborg are non-independent directors on the board with an insufficient level of overall independence. * Johan Bygge, Dan Frohm, and Cecilia Daun Wennborg are non-independent directors on the audit committee with insufficient level of overall independence. Additionally, the audit committee chairman Johan Bygge is non-independent. * Johan Malmquist, Carl Bennet, and Dan Frohm are non-independent directors on the remuneration committee with insufficient level of overall independence. * Johan Malmquist, Carl Bennet, Johan Bygge, and Malin (Eva) Persson are considered overboarded. * Carl Bennet is a beneficiary of a share structure with unequal voting rights. * Dan Frohm is a representative of a shareholder benefitting of a share structure with unequal voting rights. A vote FOR candidates Mattias Perjos (Item 15.f), Kristian Samuelsson (Item 15.h) is warranted due to a lack of concern regarding the suitability of these individuals.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
15.g	Reelect Malin Persson as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST candidates Johan Malmquist (item 15.e), Carl Bennet (Item 15.a), Johan Bygge (item 15.b), Dan Frohm (Item 15.d), Cecilia Daun Wennborg (item 15.c), and Malin (Eva) Persson (Item 15.g) is warranted for the following reasons: * Johan Malmquist and Carl Bennet are incumbent nominating committee members and there is a lack of diversity on the board. * Johan Malmquist, Carl Bennet, Johan Bygge, Dan Frohm, and Cecilia Daun Wennborg are non-independent directors on the board with an insufficient level of overall independence. * Johan Bygge, Dan Frohm, and Cecilia Daun Wennborg are non-independent directors on the audit committee with insufficient level of overall independence. Additionally, the audit committee chairman Johan Bygge is non-independent. * Johan Malmquist, Carl Bennet, and Dan Frohm are non-independent directors on the remuneration committee with insufficient level of overall independence. * Johan Malmquist, Carl Bennet, Johan Bygge, and Malin (Eva) Persson are considered overboarded. * Carl Bennet is a beneficiary of a share structure with unequal voting rights. * Dan Frohm is a representative of a shareholder benefitting of a share structure with unequal voting rights. A vote FOR candidates Mattias Perjos (Item 15.f), Kristian Samuelsson (Item 15.h) is warranted due to a lack of concern regarding the suitability of these individuals.</i></p>					
15.h	Reelect Kristian Samuelsson as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST candidates Johan Malmquist (item 15.e), Carl Bennet (Item 15.a), Johan Bygge (item 15.b), Dan Frohm (Item 15.d), Cecilia Daun Wennborg (item 15.c), and Malin (Eva) Persson (Item 15.g) is warranted for the following reasons: * Johan Malmquist and Carl Bennet are incumbent nominating committee members and there is a lack of diversity on the board. * Johan Malmquist, Carl Bennet, Johan Bygge, Dan Frohm, and Cecilia Daun Wennborg are non-independent directors on the board with an insufficient level of overall independence. * Johan Bygge, Dan Frohm, and Cecilia Daun Wennborg are non-independent directors on the audit committee with insufficient level of overall independence. Additionally, the audit committee chairman Johan Bygge is non-independent. * Johan Malmquist, Carl Bennet, and Dan Frohm are non-independent directors on the remuneration committee with insufficient level of overall independence. * Johan Malmquist, Carl Bennet, Johan Bygge, and Malin (Eva) Persson are considered overboarded. * Carl Bennet is a beneficiary of a share structure with unequal voting rights. * Dan Frohm is a representative of a shareholder benefitting of a share structure with unequal voting rights. A vote FOR candidates Mattias Perjos (Item 15.f), Kristian Samuelsson (Item 15.h) is warranted due to a lack of concern regarding the suitability of these individuals.</i></p>					
15.i	Reelect Johan Malmquist as Board Chair	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this item is warranted because the election of this individual to the board of directors is not supported.</i></p>					
16	Ratify PricewaterhouseCoopers as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i></p>					
17	Approve Remuneration Report	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed remuneration report is well described. However, concerns are noted regarding the lack of disclosure of performance targets for the short-term bonus and the cash-based LTI. As such, qualified support for this item is warranted.</i></p>					
18	Close Meeting	Mgmt			
<p><i>Voting Policy Rationale: This is a non-voting formality.</i></p>					

HP Inc.

Meeting Date: 04/22/2024

Country: USA

Ticker: HPQ

Record Date: 02/22/2024

Meeting Type: Annual

Primary Security ID: 40434L105

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Aida M. Alvarez	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1b	Elect Director Robert R. Bennett	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1c	Elect Director Chip Bergh	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1d	Elect Director Bruce Broussard	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1e	Elect Director Stacy Brown-Philpot	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1f	Elect Director Stephanie A. Burns	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1g	Elect Director Mary Anne Citrino	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director Richard L. Clemmer	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1i	Elect Director Enrique Lores	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1j	Elect Director David Meline	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1k	Elect Director Judith "Jami" Miscik	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1l	Elect Director Kim K.W. Rucker	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 12.6 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time. Despite some concerns regarding the performance structure of PARSUs and the rigor of quantitative STI goals, equity awards are majority performance-based with multi-year performance periods, and short-term incentives were primarily based on pre-set financial metrics.</i>				

HP Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>					
5	Amend Certificate of Incorporation to Limit the Liability of Officers	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i>					
6	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. The company has a policy that limits cash severance to a reasonable basis, absent shareholder approval, and no significant concerns are identified with respect to equity award treatment.</i>					

ING Groep NV

Meeting Date: 04/22/2024 **Country:** Netherlands **Ticker:** INGA
Record Date: 03/25/2024 **Meeting Type:** Annual
Primary Security ID: N4578E595

Shares Voted: 56,022

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Annual Meeting Agenda	Mgmt			
	Open Meeting	Mgmt			
<i>Voting Policy Rationale: No vote is required for this item.</i>					
2A	Receive Report of Executive Board (Non-Voting)	Mgmt			
<i>Voting Policy Rationale: No vote is required for these items.</i>					
2B	Receive Report of Supervisory Board (Non-Voting)	Mgmt			
<i>Voting Policy Rationale: No vote is required for these items.</i>					
2C	Discussion on Company's Corporate Governance Structure	Mgmt			
<i>Voting Policy Rationale: This is a non-voting item.</i>					
2D	Approve Remuneration Report	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted as the proposed remuneration report is in line with market practice, regarding actual content and disclosure.</i>					
2E	Adopt Financial Statements and Statutory Reports	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because of the absence of concern with the company's audit procedures or its auditors.</i>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3A	Receive Explanation on Dividend and Distribution Policy	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
3B	Approve Dividends	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this dividend proposal is warranted because the proposed payout ratio is adequate without being excessive.</i>				
4A	Approve Discharge of Executive Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because of the absence of any information about significant and compelling controversies that the management board and/or supervisory board are not fulfilling their fiduciary duties.</i>				
4B	Approve Discharge of Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because of the absence of any information about significant and compelling controversies that the management board and/or supervisory board are not fulfilling their fiduciary duties.</i>				
5	Ratify Deloitte Accountants B.V. (Deloitte) as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
6A	Approve Remuneration Policy of the Executive Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted as the proposed amendment(s) as well as the overall structure of the remuneration policy are considered to be in line with market practice.</i>				
6B	Approve Remuneration Policy of the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted, since there is no evidence of excessiveness on the part of the supervisory board regarding this remuneration proposal. BACKGROUND INFORMATION Policies: Approve Remuneration of Directors and/or Committee Members</i>				
7A	Reelect Juan Colombas to Supervisory Board	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominees Juan Colombas Calafat, Herman A. H. Hulst, and Harold H. J. G. Naus is warranted for lack of diversity on the board.</i>				
7B	Reelect Herman Hulst to Supervisory Board	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominees Juan Colombas Calafat, Herman A. H. Hulst, and Harold H. J. G. Naus is warranted for lack of diversity on the board.</i>				
7C	Reelect Harold Naus to Supervisory Board	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominees Juan Colombas Calafat, Herman A. H. Hulst, and Harold H. J. G. Naus is warranted for lack of diversity on the board.</i>				
8A	Grant Board Authority to Issue Shares Up to 40 Percent of Issued Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: A qualified vote FOR is warranted as the proposals would respect commonly used safeguards with regard to volume and duration and the company provided additional guidance on the application of preemptive rights and ensures at least economic compensation for rights unassumed. However, it is not without concern that certain investors might not be able to participate in a rights offering based on their jurisdiction of residence.</i>				

ING Groep NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8B	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For	For
	<i>Voting Policy Rationale: A qualified vote FOR is warranted as the proposals would respect commonly used safeguards with regard to volume and duration and the company provided additional guidance on the application of preemptive rights and ensures at least economic compensation for rights unassumed. However, it is not without concern that certain investors might not be able to participate in a rights offering based on their jurisdiction of residence.</i>				
9	Authorize Repurchase of Up to 20 Percent of Issued Share Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the company provided a compelling rationale for the proposed authorization that would allow ING Groep to repurchase up to 20.00 percent of the issued share capital, with a holding limit of maximum 10 percent.</i>				
10	Approve Cancellation of Repurchased Shares Pursuant to the Authority Under Item 9	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the cancellation of shares is in shareholders' interests.</i>				

Recordati SpA

Meeting Date: 04/22/2024 **Country:** Italy **Ticker:** REC
Record Date: 04/11/2024 **Meeting Type:** Annual
Primary Security ID: T78458139

Shares Voted: 3,361

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Ordinary Business	Mgmt			
1.a	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: These items warrant a vote FOR because the company's financial statements and the proposed income allocation do not raise concerns. Support for the approval of the financial statements is however qualified due to the shareholder meeting format, which will not allow shareholders to actively participate in the AGM and interact with the management during the meeting.</i>				
1.b	Approve Allocation of Income	Mgmt	For	For	For
	<i>Voting Policy Rationale: These items warrant a vote FOR because the company's financial statements and the proposed income allocation do not raise concerns. Support for the approval of the financial statements is however qualified due to the shareholder meeting format, which will not allow shareholders to actively participate in the AGM and interact with the management during the meeting.</i>				
2.a	Approve Remuneration Policy	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: This item warrants a vote AGAINST as: * Targets for the second cycle of the LTIP are only partially disclosed. * The board maintains excessively broad derogation powers. * The disclosure provided on three strategic MBO KPIs, accounting for 25 percent of the CEO scorecard, remains vague. Also, information on the CFO scorecard continues to be insufficient.</i>				
2.b	Approve Second Section of the Remuneration Report	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this item is warranted because the company provides poor retrospective information on variable remuneration.</i>				

Recordati SpA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For	For
<i>Voting Policy Rationale: This item warrants a vote FOR because the proposed authorization is unproblematic.</i>					

Bio-Rad Laboratories, Inc.

Meeting Date: 04/23/2024 **Country:** USA **Ticker:** BIO
Record Date: 02/26/2024 **Meeting Type:** Annual
Primary Security ID: 090572207

Shares Voted: 231

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Melinda Litherland	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominees Melinda Litherland and Arnold Pinkston is warranted for lack of diversity on the board.</i>					
1.2	Elect Director Arnold A. Pinkston	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominees Melinda Litherland and Arnold Pinkston is warranted for lack of diversity on the board.</i>					
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>					
3	Amend Omnibus Stock Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>					

Charter Communications, Inc.

Meeting Date: 04/23/2024 **Country:** USA **Ticker:** CHTR
Record Date: 02/23/2024 **Meeting Type:** Annual
Primary Security ID: 16119P108

Shares Voted: 1,002

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Eric L. Zinterhofer	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST Gregory (Greg) Maffei is warranted for serving on more than three public boards while serving as a CEO of an outside company. Votes AGAINST are further warranted for incumbent compensation committee members W. Lance Conn, Gregory Maffei, Steven Miron, Mauricio Ramos, and Eric Zinterhofer due to an unmitigated pay-for-performance misalignment. A vote AGAINST incumbent nominating committee members Eric Zinterhofer, John (Jay) Markley Jr., James Meyer and Michael Newhouse is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

Charter Communications, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1b	Elect Director W. Lance Conn	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST Gregory (Greg) Maffei is warranted for serving on more than three public boards while serving as a CEO of an outside company. Votes AGAINST are further warranted for incumbent compensation committee members W. Lance Conn, Gregory Maffei, Steven Miron, Mauricio Ramos, and Eric Zinterhofer due to an unmitigated pay-for-performance misalignment. A vote AGAINST incumbent nominating committee members Eric Zinterhofer, John (Jay) Markley Jr., James Meyer and Michael Newhouse is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>				
1c	Elect Director Kim C. Goodman	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST Gregory (Greg) Maffei is warranted for serving on more than three public boards while serving as a CEO of an outside company. Votes AGAINST are further warranted for incumbent compensation committee members W. Lance Conn, Gregory Maffei, Steven Miron, Mauricio Ramos, and Eric Zinterhofer due to an unmitigated pay-for-performance misalignment. A vote AGAINST incumbent nominating committee members Eric Zinterhofer, John (Jay) Markley Jr., James Meyer and Michael Newhouse is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>				
1d	Elect Director Gregory B. Maffei	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST Gregory (Greg) Maffei is warranted for serving on more than three public boards while serving as a CEO of an outside company. Votes AGAINST are further warranted for incumbent compensation committee members W. Lance Conn, Gregory Maffei, Steven Miron, Mauricio Ramos, and Eric Zinterhofer due to an unmitigated pay-for-performance misalignment. A vote AGAINST incumbent nominating committee members Eric Zinterhofer, John (Jay) Markley Jr., James Meyer and Michael Newhouse is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>				
1e	Elect Director John D. Markley, Jr.	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST Gregory (Greg) Maffei is warranted for serving on more than three public boards while serving as a CEO of an outside company. Votes AGAINST are further warranted for incumbent compensation committee members W. Lance Conn, Gregory Maffei, Steven Miron, Mauricio Ramos, and Eric Zinterhofer due to an unmitigated pay-for-performance misalignment. A vote AGAINST incumbent nominating committee members Eric Zinterhofer, John (Jay) Markley Jr., James Meyer and Michael Newhouse is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>				
1f	Elect Director David C. Merritt	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST Gregory (Greg) Maffei is warranted for serving on more than three public boards while serving as a CEO of an outside company. Votes AGAINST are further warranted for incumbent compensation committee members W. Lance Conn, Gregory Maffei, Steven Miron, Mauricio Ramos, and Eric Zinterhofer due to an unmitigated pay-for-performance misalignment. A vote AGAINST incumbent nominating committee members Eric Zinterhofer, John (Jay) Markley Jr., James Meyer and Michael Newhouse is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>				
1g	Elect Director James E. Meyer	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST Gregory (Greg) Maffei is warranted for serving on more than three public boards while serving as a CEO of an outside company. Votes AGAINST are further warranted for incumbent compensation committee members W. Lance Conn, Gregory Maffei, Steven Miron, Mauricio Ramos, and Eric Zinterhofer due to an unmitigated pay-for-performance misalignment. A vote AGAINST incumbent nominating committee members Eric Zinterhofer, John (Jay) Markley Jr., James Meyer and Michael Newhouse is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>				
1h	Elect Director Steven A. Miron	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST Gregory (Greg) Maffei is warranted for serving on more than three public boards while serving as a CEO of an outside company. Votes AGAINST are further warranted for incumbent compensation committee members W. Lance Conn, Gregory Maffei, Steven Miron, Mauricio Ramos, and Eric Zinterhofer due to an unmitigated pay-for-performance misalignment. A vote AGAINST incumbent nominating committee members Eric Zinterhofer, John (Jay) Markley Jr., James Meyer and Michael Newhouse is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>				

Charter Communications, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1i	Elect Director Balan Nair	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST Gregory (Greg) Maffei is warranted for serving on more than three public boards while serving as a CEO of an outside company. Votes AGAINST are further warranted for incumbent compensation committee members W. Lance Conn, Gregory Maffei, Steven Miron, Mauricio Ramos, and Eric Zinterhofer due to an unmitigated pay-for-performance misalignment. A vote AGAINST incumbent nominating committee members Eric Zinterhofer, John (Jay) Markley Jr., James Meyer and Michael Newhouse is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>				
1j	Elect Director Michael A. Newhouse	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST Gregory (Greg) Maffei is warranted for serving on more than three public boards while serving as a CEO of an outside company. Votes AGAINST are further warranted for incumbent compensation committee members W. Lance Conn, Gregory Maffei, Steven Miron, Mauricio Ramos, and Eric Zinterhofer due to an unmitigated pay-for-performance misalignment. A vote AGAINST incumbent nominating committee members Eric Zinterhofer, John (Jay) Markley Jr., James Meyer and Michael Newhouse is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>				
1k	Elect Director Mauricio Ramos	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST Gregory (Greg) Maffei is warranted for serving on more than three public boards while serving as a CEO of an outside company. Votes AGAINST are further warranted for incumbent compensation committee members W. Lance Conn, Gregory Maffei, Steven Miron, Mauricio Ramos, and Eric Zinterhofer due to an unmitigated pay-for-performance misalignment. A vote AGAINST incumbent nominating committee members Eric Zinterhofer, John (Jay) Markley Jr., James Meyer and Michael Newhouse is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>				
1l	Elect Director Carolyn J. Slaski	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST Gregory (Greg) Maffei is warranted for serving on more than three public boards while serving as a CEO of an outside company. Votes AGAINST are further warranted for incumbent compensation committee members W. Lance Conn, Gregory Maffei, Steven Miron, Mauricio Ramos, and Eric Zinterhofer due to an unmitigated pay-for-performance misalignment. A vote AGAINST incumbent nominating committee members Eric Zinterhofer, John (Jay) Markley Jr., James Meyer and Michael Newhouse is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>				
1m	Elect Director Christopher L. Winfrey	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST Gregory (Greg) Maffei is warranted for serving on more than three public boards while serving as a CEO of an outside company. Votes AGAINST are further warranted for incumbent compensation committee members W. Lance Conn, Gregory Maffei, Steven Miron, Mauricio Ramos, and Eric Zinterhofer due to an unmitigated pay-for-performance misalignment. A vote AGAINST incumbent nominating committee members Eric Zinterhofer, John (Jay) Markley Jr., James Meyer and Michael Newhouse is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>				
2	Amend Omnibus Stock Plan	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factor(s): * The plan cost is excessive * The disclosure of change-in-control ("CIC") vesting treatment is incomplete (or is otherwise considered discretionary) * The plan permits liberal recycling of shares * The plan allows broad discretion to accelerate vesting</i></p>				
3	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i></p>				
4	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 12.50 percent of the fees paid to the auditor are for non-audit purposes.</i></p>				

Charter Communications, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Report on Lobbying Payments and Policy	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted, as additional reporting on the company's lobbying practices and policies, including its trade association memberships and payments, would benefit shareholders in assessing its management of related risks.</i></p>					
6	Report on Political Contributions and Expenditures	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted, as increased disclosure of the company's political contributions could help shareholders more comprehensively evaluate the company's management of related risks and benefits.</i></p>					

L'Oreal SA

Meeting Date: 04/23/2024 **Country:** France **Ticker:** OR
Record Date: 04/19/2024 **Meeting Type:** Annual/Special
Primary Security ID: F58149133

Shares Voted: 2,391

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Ordinary Business	Mgmt			
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.</i></p>					
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.</i></p>					
3	Approve Allocation of Income and Dividends of EUR 6.60 per Share and an Extra of EUR 0.66 per Share to Long Term Registered Shares	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted because the proposed payout ratio is adequate without being excessive.</i></p>					
4	Elect Jacques Ripoll as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time.</i></p>					
5	Reelect Beatrice Guillaume-Grabisch as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time.</i></p>					
6	Reelect Ilham Kadri as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time.</i></p>					
7	Reelect Jean-Victor Meyers as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8	Reelect Nicolas Meyers as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time.</i>				
9	Appoint Deloitte & Associates as Auditor Responsible for Certifying Sustainability Information	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR are warranted because there are no concerns regarding these proposals.</i>				
10	Appoint Ernst & Young Audit as Auditor Responsible for Certifying Sustainability Information	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR are warranted because there are no concerns regarding these proposals.</i>				
11	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A qualified vote FOR is warranted given that the company has only partially responded to the free float dissent concerning the compensation report of corporate officers.</i>				
12	Approve Compensation of Jean-Paul Agon, Chairman of the Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted but is not without concerns as the former Chairman/CEO (current Chairman) received the full vesting of LTIP despite not being CEO anymore during a large part of the performance period. Support is nonetheless warranted given that this situation was already approved at previous AGMs, the rejection of this item would not impact the issue and the absence of any other concerns.</i>				
13	Approve Compensation of Nicolas Hieronimus, CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this restricted stock plan is warranted but is not without concerns as the company does not disclose sufficient information to ascertain that performance condition attached to LTI plans are sufficiently stringent. The main reasons for support are the absence of any other concerns.</i>				
14	Approve Remuneration Policy of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted because it does not raise any significant concern.</i>				
15	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted but is not without concerns as the chairman would receive a base salary that could be considered high relative to its peers, without a fully convincing rationale. Support is nonetheless warranted given: * The 40 percent decrease in the chairman's base salary, which makes this policy preferable * The absence of any other concerns.</i>				
16	Approve Remuneration Policy of CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted, although the following concerns are raised: * The company does not disclose any payout scales for the metrics concerning its annual variable remuneration; * In case of an executive departure, unvested long-term instrument might not be pro-rated for time; * The cap on exceptional LTIPs awards is deemed very high; * The termination package benefiting Nicolas Hieronimus as set by his (suspended) employment contract is not without any concerns regarding its cap and absence of performance conditions; The main reason for support are: * The information on the level of achievement of bonus' criteria has been closely monitored in the remuneration report submitted to vote in 2024, and the improvement of the information concerning the level of achievements warrants a CONTENTIOUS FOR.</i>				
17	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: Such share buyback program merits a vote FOR.</i>				

L'Oreal SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Extraordinary Business	Mgmt			
18	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as such share capital reductions are favorable to shareholders.</i>				
19	Authorize up to 0.6 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this restricted stock plan is warranted but is not without concerns as the company does not disclose sufficient information to ascertain that performance condition attached to LTI plans are sufficiently stringent. The main reasons for support are the absence of any other concerns.</i>				
20	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the employee stock purchase plans are warranted as the proposed volume respects the 10-percent recommended guidelines.</i>				
21	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of International Subsidiaries	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the employee stock purchase plans are warranted as the proposed volume respects the 10-percent recommended guidelines.</i>				
22	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this routine item is warranted.</i>				

NatWest Group Plc

Meeting Date: 04/23/2024 **Country:** United Kingdom **Ticker:** NWG
Record Date: 04/19/2024 **Meeting Type:** Annual
Primary Security ID: G6422B147

Shares Voted: 108,066

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>				
2	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the remuneration report is considered warranted, although it is not without concerns for shareholders: * The new CEO's salary has been set at the same level as his predecessor, despite limited experience as a lead executive. The main reasons for support are: * The resulting salary level is not considered out of line with market peers. * No material concerns have been identified regarding the departure arrangements for the former CEO who received no variable pay for FY2023 and all of her unvested awards will lapse upon her departure. * There are no other overriding concerns around the remuneration report.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
4	Elect Rick Haythornthwaite as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Mark Seligman, Patrick Flynn, Stuart Lewis and Lena Wilson is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
5	Elect Paul Thwaite as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Mark Seligman, Patrick Flynn, Stuart Lewis and Lena Wilson is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
6	Re-elect Katie Murray as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Mark Seligman, Patrick Flynn, Stuart Lewis and Lena Wilson is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
7	Re-elect Frank Dangeard as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Mark Seligman, Patrick Flynn, Stuart Lewis and Lena Wilson is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
8	Re-elect Roisin Donnelly as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Mark Seligman, Patrick Flynn, Stuart Lewis and Lena Wilson is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
9	Re-elect Patrick Flynn as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Mark Seligman, Patrick Flynn, Stuart Lewis and Lena Wilson is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
10	Re-elect Yasmin Jetha as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Mark Seligman, Patrick Flynn, Stuart Lewis and Lena Wilson is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
11	Re-elect Stuart Lewis as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Mark Seligman, Patrick Flynn, Stuart Lewis and Lena Wilson is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
12	Re-elect Mark Seligman as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Mark Seligman, Patrick Flynn, Stuart Lewis and Lena Wilson is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
13	Re-elect Lena Wilson as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Mark Seligman, Patrick Flynn, Stuart Lewis and Lena Wilson is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
14	Reappoint Ernst and Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.2 percent of the total fees paid to the auditor are for non-audit purposes.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
15	Authorise the Group Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.2 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
16	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
17	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
18	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
19	Authorise Issue of Equity in Connection with Equity Convertible Notes	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted, although this is not without concern for shareholders: * If the Company were to issue Equity Convertible Notes and a trigger event were to occur, causing them to convert into ordinary shares, this would result in significant dilution to non-participating shareholders. The main reasons for support are: * Such authorities are common proposals at UK banks and are intended to apply in extreme circumstances only; and * The conversion into ordinary shares would require the CET1 ratio to fall to a level which would denote significant capital weakness well beyond the Company's current position and minimum regulatory requirements.</i>				
20	Authorise Issue of Equity without Pre-emptive Rights in Connection with Equity Convertible Notes	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted, although this is not without concern for shareholders: * If the Company were to issue Equity Convertible Notes and a trigger event were to occur, causing them to convert into ordinary shares, this would result in significant dilution to non-participating shareholders. The main reasons for support are: * Such authorities are common proposals at UK banks and are intended to apply in extreme circumstances only; and * The conversion into ordinary shares would require the CET1 ratio to fall to a level which would denote significant capital weakness well beyond the Company's current position and minimum regulatory requirements.</i>				
21	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>				
22	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				
23	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				
24	Approve Amendments to Directed Buyback Contract	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is considered warranted as no material concerns have been identified.</i>				

NatWest Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
25	Authorise Off-Market Purchase of Ordinary Shares from HM Treasury	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is considered warranted as no material concerns have been identified.</i>					
26	Authorise Off-Market Purchase of Preference Shares	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is considered warranted as no material concerns have been identified.</i>					
27	Approve Employee Share Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted in the absence of any significant concerns.</i>					
28	Authorise Board to Offer Scrip Dividend	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no concerns have been identified.</i>					

Revvity, Inc.

Meeting Date: 04/23/2024 **Country:** USA **Ticker:** RVTY
Record Date: 02/26/2024 **Meeting Type:** Annual
Primary Security ID: 714046109

Shares Voted: 1,653

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Peter Barrett	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Peter Barrett, Michel Vounatsos, and Franklin (Frank) Witney is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1b	Elect Director Samuel R. Chapin	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Peter Barrett, Michel Vounatsos, and Franklin (Frank) Witney is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1c	Elect Director Michael A. Klobuchar	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Peter Barrett, Michel Vounatsos, and Franklin (Frank) Witney is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1d	Elect Director Michelle McMurry-Heath	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Peter Barrett, Michel Vounatsos, and Franklin (Frank) Witney is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1e	Elect Director Alexis P. Michas	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Peter Barrett, Michel Vounatsos, and Franklin (Frank) Witney is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

Revvity, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1f	Elect Director Prahlad R. Singh	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Peter Barrett, Michel Vounatsos, and Franklin (Frank) Witney is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Sophie V. Vandebroek	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Peter Barrett, Michel Vounatsos, and Franklin (Frank) Witney is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Michel Vounatsos	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Peter Barrett, Michel Vounatsos, and Franklin (Frank) Witney is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Frank Witney	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Peter Barrett, Michel Vounatsos, and Franklin (Frank) Witney is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Pascale Witz	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Peter Barrett, Michel Vounatsos, and Franklin (Frank) Witney is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the ratification of the company's auditor is warranted given that non-audit fees represent 42.89 percent of the total fees received by the auditor during the fiscal year, raising substantial doubts over the independence of the auditor.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * A majority of equity awards to the CEO are not tied to performance-contingent pay elements; and * Excessive differentials between CEO pay and the pay of other named executive officers at the firm.</i>				
4	Adopt Simple Majority Vote	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that elimination of the supermajority vote requirement would enhance shareholder rights.</i>				

Rollins, Inc.

Meeting Date: 04/23/2024

Country: USA

Ticker: ROL

Record Date: 03/01/2024

Meeting Type: Annual

Primary Security ID: 775711104

Shares Voted: 4,466

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Gary W. Rollins	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Paul Russell (Russ) Hardin for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Rollins, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director P. Russell Hardin	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Paul Russell (Russ) Hardin for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Dale E. Jones	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Paul Russell (Russ) Hardin for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Pamela R. Rollins	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Paul Russell (Russ) Hardin for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				

Taylor Wimpey Plc

Meeting Date: 04/23/2024 **Country:** United Kingdom **Ticker:** TW
Record Date: 04/19/2024 **Meeting Type:** Annual
Primary Security ID: G86954107

Shares Voted: 127,652

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>				
2	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
3	Re-elect Robert Noel as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Votes AGAINST incumbent nominating committee members Robert (Rob) Noel, Humphrey Singer, Mark Castle, Irene Dörner, Lord Jitesh Gadhia, Scilla Grimble and Clodagh Moriarty are warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted at this time.</i>				
4	Re-elect Jennie Daly as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes AGAINST incumbent nominating committee members Robert (Rob) Noel, Humphrey Singer, Mark Castle, Irene Dörner, Lord Jitesh Gadhia, Scilla Grimble and Clodagh Moriarty are warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted at this time.</i>				
5	Re-elect Chris Carney as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes AGAINST incumbent nominating committee members Robert (Rob) Noel, Humphrey Singer, Mark Castle, Irene Dörner, Lord Jitesh Gadhia, Scilla Grimble and Clodagh Moriarty are warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted at this time.</i>				

Taylor Wimpey Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Re-elect Humphrey Singer as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Votes AGAINST incumbent nominating committee members Robert (Rob) Noel, Humphrey Singer, Mark Castle, Irene Dorner, Lord Jitesh Gadhia, Scilla Grimble and Clodagh Moriarty are warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted at this time.</i></p>					
7	Re-elect Irene Dorner as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Votes AGAINST incumbent nominating committee members Robert (Rob) Noel, Humphrey Singer, Mark Castle, Irene Dorner, Lord Jitesh Gadhia, Scilla Grimble and Clodagh Moriarty are warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted at this time.</i></p>					
8	Re-elect Lord Jitesh Gadhia as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Votes AGAINST incumbent nominating committee members Robert (Rob) Noel, Humphrey Singer, Mark Castle, Irene Dorner, Lord Jitesh Gadhia, Scilla Grimble and Clodagh Moriarty are warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted at this time.</i></p>					
9	Re-elect Scilla Grimble as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Votes AGAINST incumbent nominating committee members Robert (Rob) Noel, Humphrey Singer, Mark Castle, Irene Dorner, Lord Jitesh Gadhia, Scilla Grimble and Clodagh Moriarty are warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted at this time.</i></p>					
10	Re-elect Mark Castle as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Votes AGAINST incumbent nominating committee members Robert (Rob) Noel, Humphrey Singer, Mark Castle, Irene Dorner, Lord Jitesh Gadhia, Scilla Grimble and Clodagh Moriarty are warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted at this time.</i></p>					
11	Re-elect Clodagh Moriarty as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Votes AGAINST incumbent nominating committee members Robert (Rob) Noel, Humphrey Singer, Mark Castle, Irene Dorner, Lord Jitesh Gadhia, Scilla Grimble and Clodagh Moriarty are warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted at this time.</i></p>					
12	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 8.3 percent of the total fees paid to the auditor are for non-audit purposes.</i></p>					
13	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 8.3 percent of the total fees paid to the auditor are for non-audit purposes.</i></p>					
14	Authorise Issue of Equity	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i></p>					
15	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i></p>					

Taylor Wimpey Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
16	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
17	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				
18	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the remuneration report is considered warranted although: * Concerns have been raised in relation to the appropriateness of pay outcomes in the context of reduced performance and lowered targets compared to FY2022. The main reasons for support are: * The Company's explanation, along with the headwinds impacting UK housebuilders, is acknowledged; and * The shareholder experience was positive, with the total dividend per share increasing and improved share performance in recent months.</i>				
19	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				
20	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>				

TOTVS SA

Meeting Date: 04/23/2024

Country: Brazil

Ticker: TOTS3

Record Date:

Meeting Type: Annual

Primary Security ID: P92184103

Shares Voted: 6,465

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this routine proposal is warranted because: * Audited financials are available and there are no independent auditor qualifications; and * There are no known concerns regarding the company's financial statements or audit procedures.</i>				
2	Approve Capital Budget	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this administrative request is warranted in the absence of any evidence of prior mismanagement.</i>				
3	Approve Allocation of Income and Dividends	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the company's proposed payout falls within a reasonable 30-100 percent range of net income.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Fix Number of Directors at Seven	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this administrative request is warranted.</i>				
5	Do You Wish to Adopt Cumulative Voting for the Election of the Members of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	Mgmt	Against	Abstain	Abstain
	<i>Voting Policy Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. An ABSTAIN vote recommendation is warranted for Item 5 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders. Due to the lack of known concerns regarding the proposed nominees, and in the absence of competing nominees (greater number of candidates than board seats), support FOR the equal distribution of votes among the proposed management nominees is recommended in light of the 86-percent level of independence (Items 7 and 8.1-8.7).</i>				
6.1	Elect Ana Claudia Reis as Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these directors is warranted given that the proposed board contains a reasonable number of independent members.</i>				
6.2	Elect Edson Georges Nassar as Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these directors is warranted given that the proposed board contains a reasonable number of independent members.</i>				
6.3	Elect Gilberto Mifano as Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these directors is warranted given that the proposed board contains a reasonable number of independent members.</i>				
6.4	Elect Guilherme Stocco Filho as Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these directors is warranted given that the proposed board contains a reasonable number of independent members.</i>				
6.5	Elect Laercio Jose de Lucena Cosentino as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these directors is warranted given that the proposed board contains a reasonable number of independent members.</i>				
6.6	Elect Maria Leticia de Freitas Costa as Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these directors is warranted given that the proposed board contains a reasonable number of independent members.</i>				
6.7	Elect Tania Sztamfater Chocolat as Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these directors is warranted given that the proposed board contains a reasonable number of independent members.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	If Voting FOR on Item 7, Votes Are Distributed in Equal % Amongst Nominees voted FOR. If You Vote AGST, Contact Your Client Service Rep to Unequally Allocate % of Votes. If You Vote ABST, You Will Not Participate in Cumulative Voting.	Mgmt			
7	In Case Cumulative Voting Is Adopted, Do You Wish to Equally Distribute Your Votes Amongst the Nominees below?	Mgmt	For	For	For
	<i>Voting Policy Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. An ABSTAIN vote recommendation is warranted for Item 5 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders. Due to the lack of known concerns regarding the proposed nominees, and in the absence of competing nominees (greater number of candidates than board seats), support FOR the equal distribution of votes among the proposed management nominees is recommended in light of the 86-percent level of independence (Items 7 and 8.1-8.7).</i>				
8.1	Percentage of Votes to Be Assigned - Elect Ana Claudia Reis as Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. An ABSTAIN vote recommendation is warranted for Item 5 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders. Due to the lack of known concerns regarding the proposed nominees, and in the absence of competing nominees (greater number of candidates than board seats), support FOR the equal distribution of votes among the proposed management nominees is recommended in light of the 86-percent level of independence (Items 7 and 8.1-8.7).</i>				
8.2	Percentage of Votes to Be Assigned - Elect Edson Georges Nassar as Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. An ABSTAIN vote recommendation is warranted for Item 5 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders. Due to the lack of known concerns regarding the proposed nominees, and in the absence of competing nominees (greater number of candidates than board seats), support FOR the equal distribution of votes among the proposed management nominees is recommended in light of the 86-percent level of independence (Items 7 and 8.1-8.7).</i>				
8.3	Percentage of Votes to Be Assigned - Elect Gilberto Mifano as Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. An ABSTAIN vote recommendation is warranted for Item 5 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders. Due to the lack of known concerns regarding the proposed nominees, and in the absence of competing nominees (greater number of candidates than board seats), support FOR the equal distribution of votes among the proposed management nominees is recommended in light of the 86-percent level of independence (Items 7 and 8.1-8.7).</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8.4	Percentage of Votes to Be Assigned - Elect Guilherme Stocco Filho as Independent Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. An ABSTAIN vote recommendation is warranted for Item 5 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders. Due to the lack of known concerns regarding the proposed nominees, and in the absence of competing nominees (greater number of candidates than board seats), support FOR the equal distribution of votes among the proposed management nominees is recommended in light of the 86-percent level of independence (Items 7 and 8.1-8.7).</i></p>					
8.5	Percentage of Votes to Be Assigned - Elect Laercio Jose de Lucena Cosentino as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. An ABSTAIN vote recommendation is warranted for Item 5 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders. Due to the lack of known concerns regarding the proposed nominees, and in the absence of competing nominees (greater number of candidates than board seats), support FOR the equal distribution of votes among the proposed management nominees is recommended in light of the 86-percent level of independence (Items 7 and 8.1-8.7).</i></p>					
8.6	Percentage of Votes to Be Assigned - Elect Maria Leticia de Freitas Costa as Independent Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. An ABSTAIN vote recommendation is warranted for Item 5 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders. Due to the lack of known concerns regarding the proposed nominees, and in the absence of competing nominees (greater number of candidates than board seats), support FOR the equal distribution of votes among the proposed management nominees is recommended in light of the 86-percent level of independence (Items 7 and 8.1-8.7).</i></p>					
8.7	Percentage of Votes to Be Assigned - Elect Tania Sztamfater Chocolat as Independent Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Under these items, the company presents shareholders with the option to request cumulative voting for the election of directors under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. An ABSTAIN vote recommendation is warranted for Item 5 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders. Due to the lack of known concerns regarding the proposed nominees, and in the absence of competing nominees (greater number of candidates than board seats), support FOR the equal distribution of votes among the proposed management nominees is recommended in light of the 86-percent level of independence (Items 7 and 8.1-8.7).</i></p>					
9	Approve Remuneration of Company's Management	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because the company has provided reasonable disclosure of its remuneration practices, in accordance with the requirements of the Brazilian Securities Regulator, including the total compensation of its highest-paid executive.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10	Do You Wish to Request Installation of a Fiscal Council, Under the Terms of Article 161 of the Brazilian Corporate Law?	Mgmt	Against	Abstain	Abstain
<p><i>Voting Policy Rationale: An ABSTAIN vote for this proposal is warranted because: * By the time this analysis was concluded, the company had not disclosed fiscal council nominees; and * Lack of timely disclosure prevents international institutional shareholders from making an informed voting decision.</i></p>					

West Pharmaceutical Services, Inc.

Meeting Date: 04/23/2024 **Country:** USA **Ticker:** WST
Record Date: 02/28/2024 **Meeting Type:** Annual
Primary Security ID: 955306105

Shares Voted: 1,525

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Mark A. Buthman	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Paolo Pucci, Robert Friel, Deborah Keller and Douglas Michels is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1b	Elect Director William F. Feehery	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Paolo Pucci, Robert Friel, Deborah Keller and Douglas Michels is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1c	Elect Director Robert F. Friel	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Paolo Pucci, Robert Friel, Deborah Keller and Douglas Michels is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1d	Elect Director Eric M. Green	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Paolo Pucci, Robert Friel, Deborah Keller and Douglas Michels is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1e	Elect Director Thomas W. Hofmann	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Paolo Pucci, Robert Friel, Deborah Keller and Douglas Michels is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1f	Elect Director Molly E. Joseph	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Paolo Pucci, Robert Friel, Deborah Keller and Douglas Michels is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1g	Elect Director Deborah L. V. Keller	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Paolo Pucci, Robert Friel, Deborah Keller and Douglas Michels is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					

West Pharmaceutical Services, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1h	Elect Director Myla P. Lai-Goldman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Paolo Pucci, Robert Friel, Deborah Keller and Douglas Michels is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1i	Elect Director Stephen H. Lockhart	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Paolo Pucci, Robert Friel, Deborah Keller and Douglas Michels is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1j	Elect Director Douglas A. Michels	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Paolo Pucci, Robert Friel, Deborah Keller and Douglas Michels is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1k	Elect Director Paolo Pucci	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Paolo Pucci, Robert Friel, Deborah Keller and Douglas Michels is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Although some concern is noted regarding goal rigor, the majority of pay is conditioned on clearly disclosed objective performance metrics and CEO pay is aligned with company performance.</i>				
3	Eliminate Supermajority Transaction Requirement	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted given that the reduction in the supermajority vote requirements would enhance shareholder rights.</i>				
4	Eliminate Supermajority Vote Requirement	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted given that the reduction in the supermajority vote requirements would enhance shareholder rights.</i>				
5	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.09 percent of the fees paid to the auditor are for non-audit purposes.</i>				
6	Adopt Simple Majority Vote	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that elimination of the supermajority vote requirement enhances shareholder rights.</i>				

Yunnan Baiyao Group Co., Ltd.

Meeting Date: 04/23/2024

Country: China

Ticker: 000538

Record Date: 04/16/2024

Meeting Type: Annual

Primary Security ID: Y9879F108

Yunnan Baiyao Group Co., Ltd.

Shares Voted: 8,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Report of the Board of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
2	Approve Report of the Board of Supervisors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
3	Approve Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
4	Approve Annual Report and Summary	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
5	Approve Profit Distribution	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the proposed dividend payout is considered reasonable.</i>				
6	Approve Financial Budget Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
7	Approve Related Party Transaction	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
8	Amend Rules and Procedures Regarding Meetings of Board of Directors	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted given that the company has not specified the details and the provisions covered under the proposed amendments.</i>				

ABN AMRO Bank NV

Meeting Date: 04/24/2024

Country: Netherlands

Ticker: ABN

Record Date: 03/27/2024

Meeting Type: Annual

Primary Security ID: N0162C102

Shares Voted: 7,383

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt			
1	Open Meeting	Mgmt			
	<i>Voting Policy Rationale: No vote is required for this item.</i>				
2.a	Receive Report of Executive Board (Non-Voting)	Mgmt			
	<i>Voting Policy Rationale: No vote is required for this item.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.b	Receive Report of Supervisory Board (Non-Voting)	Mgmt			
	<i>Voting Policy Rationale: No vote is required for this item.</i>				
2.c	Receive Presentation of the Employee Council	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
2.d	Discussion on Company's Corporate Governance Structure	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
2.e	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted as the proposed remuneration report is in line with market practice, regarding actual content and disclosure.</i>				
2.f	Receive Presentation of the Auditor	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
2.g	Adopt Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because of the absence of concern with the company's audit procedures or its auditors.</i>				
3.a	Receive Explanation on Company's Reserves and Dividend Policy	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
3.b	Approve Dividends	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this dividend proposal is warranted because the proposed payout ratio is adequate without being excessive.</i>				
4.a	Approve Discharge of Executive Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because of the absence of any information about significant and compelling controversies that the management board and/or supervisory board are not fulfilling their fiduciary duties.</i>				
4.b	Approve Discharge of Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because of the absence of any information about significant and compelling controversies that the management board and/or supervisory board are not fulfilling their fiduciary duties.</i>				
5.a	Receive Auditor's Report (Non-Voting)	Mgmt			
	<i>Voting Policy Rationale: No vote is required for this item.</i>				
5.b	Ratify PricewaterhouseCoopers Accountants N.V. as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
6.a	Amend Remuneration Policy of the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted, since there is no evidence of excessiveness on the part of the supervisory board regarding this remuneration proposal.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6.b	Approve Remuneration Policy of the Executive Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted as the proposed amendment(s) as well as the overall structure of the remuneration policy are considered to be in line with market practice and no further concerns were identified.</i>				
7.a	Announce Vacancies on the Supervisory Board	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
7.b	Opportunity to Make Recommendations	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
7.c	Opportunity for Employees Council to Explain the Position Statements	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
7.d.1	Reelect Laetitia Griffith to Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these elections is warranted because: * The nominees are elected for a period not exceeding four years; * The candidates appear to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidates.</i>				
7.d.2	Reelect Arjen Dorland to Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these elections is warranted because: * The nominees are elected for a period not exceeding four years; * The candidates appear to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidates.</i>				
8.a	Announce Intention to Reappoint Robert Swaak as Member of the Executive Board with the Title Chief Executive Officer (CEO)	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
8.b	Announce Intention to Appoint Caroline Oosterloo - van 't Hoff as Interim Member of the Executive Board with the Title Chief Risk Officer (CRO)	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
9.a	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because it is in line with commonly used safeguards regarding volume and duration.</i>				
9.b	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because it is in line with commonly used safeguards regarding volume and duration.</i>				

ABN AMRO Bank NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
9.c	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because: * This proposal is in line with commonly used safeguards regarding volume and pricing; * The authorization would allow ABN AMRO Bank to repurchase up to 10.00 percent of the issued share capital; and * The authorization would allow the company to repurchase shares for less or up to 110 percent of the share price prior to the repurchase.</i>				
10	Approve Cancellation of Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the cancellation of shares is in shareholders' interests.</i>				
11	Close Meeting	Mgmt			
	<i>Voting Policy Rationale: No vote is required for this item.</i>				

Ameriprise Financial, Inc.

Meeting Date: 04/24/2024 **Country:** USA **Ticker:** AMP
Record Date: 02/26/2024 **Meeting Type:** Annual
Primary Security ID: 03076C106

Shares Voted: 2,015

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director James M. Cracchiolo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Sharpe Jr., Amy DiGeso, Brian Shea and Christopher Williams is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Robert F. Sharpe, Jr.	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Sharpe Jr., Amy DiGeso, Brian Shea and Christopher Williams is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Dianne Neal Blixt	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Sharpe Jr., Amy DiGeso, Brian Shea and Christopher Williams is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Amy DiGeso	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Sharpe Jr., Amy DiGeso, Brian Shea and Christopher Williams is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Christopher J. Williams	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Sharpe Jr., Amy DiGeso, Brian Shea and Christopher Williams is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Ameriprise Financial, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1f	Elect Director Armando Pimentel, Jr.	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Sharpe Jr., Amy DiGeso, Brian Shea and Christopher Williams is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1g	Elect Director Brian T. Shea	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Sharpe Jr., Amy DiGeso, Brian Shea and Christopher Williams is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1h	Elect Director W. Edward Walter, III	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Sharpe Jr., Amy DiGeso, Brian Shea and Christopher Williams is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Amend Certificate of Incorporation to Allow the Exculpation of Officers	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i></p>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * A majority of equity awards to the CEO are not tied to performance-contingent pay elements; * Excessive differentials between CEO pay and the pay of other named executive officers at the firm; and * High CEO pay in relation to company peer group CEO median pay levels.</i></p>					
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i></p>					

Amplifon SpA

Meeting Date: 04/24/2024 **Country:** Italy **Ticker:** AMP
Record Date: 04/15/2024 **Meeting Type:** Annual
Primary Security ID: T0388E118

Shares Voted: 3,454

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Ordinary Business	Mgmt			
	Management Proposals	Mgmt			
1.1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these items is warranted due to a lack of concern regarding the accounts presented and the proposed income allocation. Support for the approval of the financial statements is however qualified due to the shareholder meeting format, which will not allow shareholders to actively participate in the AGM and interact with the management during the meeting.</i></p>					

Amplifon SpA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Approve Allocation of Income	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted due to a lack of concern regarding the accounts presented and the proposed income allocation. Support for the approval of the financial statements is however qualified due to the shareholder meeting format, which will not allow shareholders to actively participate in the AGM and interact with the management during the meeting.</i>				
2	Approve Remuneration of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: This item warrants a vote FOR because the company has disclosed the proposed remuneration, and no concerns have been noticed.</i>				
	Appoint Internal Statutory Auditors (Slate Election) - Choose One of the Following Slates	Mgmt			
3.1.1	Slate 1 Submitted by Ampliter Srl	SH	None	Against	Against
	<i>Voting Policy Rationale: This item warrants a vote AGAINST because: * Shareholders can support only one slate. * Slate proposed under Item 3.1.2 is likely to better represent the interests of global institutional investors and minority shareholders.</i>				
3.1.2	Slate 2 Submitted by Institutional Investors (Assogestioni)	SH	None	For	For
	<i>Voting Policy Rationale: This item warrants a vote FOR because: * Shareholders can support only one slate. * This slate has been proposed by institutional investors, and these nominees could therefore be the best positioned to represent the interests of minority shareholders and carryout effective oversight on the management's behavior. * Candidates on this slate have agreed to abide by the chart of corporate governance principles adopted by Assogestioni.</i>				
	Shareholder Proposal Submitted By Ampliter Srl	Mgmt			
3.2	Approve Internal Auditors' Remuneration	SH	None	For	For
	<i>Voting Policy Rationale: This item warrants a vote FOR because the company has disclosed the proposed remuneration, and no concerns have been noticed.</i>				
	Management Proposals	Mgmt			
4.1	Approve Remuneration Policy	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: This item warrants a vote AGAINST because termination payments can be in excess of 24 months' pay.</i>				
4.2	Approve Second Section of the Remuneration Report	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: This item warrants a vote AGAINST because the company provides insufficient retrospective disclosure on its variable incentive schemes.</i>				
5	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: This item warrants a vote FOR because the proposed authorization is unproblematic.</i>				

Aptiv PLC

Meeting Date: 04/24/2024

Country: Jersey

Ticker: APTV

Record Date: 03/04/2024

Meeting Type: Annual

Primary Security ID: G6095L109

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Kevin P. Clark	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1b	Elect Director Nancy E. Cooper	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1c	Elect Director Joseph L. (Jay) Hooley	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1d	Elect Director Vasumati P. (Vasu) Jakkal	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1e	Elect Director Merit E. Janow	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1f	Elect Director Sean O. Mahoney	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1g	Elect Director Paul M. Meister	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director Robert K. (Kelly) Ortberg	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1i	Elect Director Colin J. Parris	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1j	Elect Director Ana G. Pinczuk	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the ratification of the company's auditor is warranted given that non-audit fees represent 35.90 percent of the total fees received by the auditor during the fiscal year, raising substantial doubts over the independence of the auditor.</i>				
3	Approve Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as pay and performance are reasonably aligned for the year under review. Although there were significant modifications to the STI plan for the year under review, STI awards were primarily based on pre-set, objective financial metrics and the negative discretion applied to the calculated payouts appears reasonable. There are also concerns raised with respect to the non-disclosure of forward-looking goals for performance equity awards. In this case, however, over a majority of the LTI is performance-conditioned and the prior cycle performance LTI awards were earned below target, commensurate with longer-term shareholder outcomes.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year

Voting Policy Rationale: A vote for the adoption of an ANNUAL say-on-pay frequency is warranted. Annual say-on-pay votes are considered a best practice as they give shareholders a regular opportunity to opine on executive pay.

ASML Holding NV

Meeting Date: 04/24/2024 **Country:** Netherlands **Ticker:** ASML
Record Date: 03/27/2024 **Meeting Type:** Annual
Primary Security ID: N07059202

Shares Voted: 2,686

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt			
1	Open Meeting	Mgmt			
	<i>Voting Policy Rationale: No vote is required for this item.</i>				
2	Discuss the Company's Business, Financial Situation and ESG Sustainability	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item</i>				
3a	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted as the proposed remuneration report is in line with market practice, regarding actual content and disclosure.</i>				
3b	Adopt Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because of the absence of concern with the company's audit procedures or its auditors.</i>				
3c	Discussion on Company's Corporate Governance Structure and Compliance with the Corporate Governance Code	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
3d	Receive Explanation on Company's Reserves and Dividend Policy	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
3e	Approve Dividends	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this dividend proposal is warranted because the proposed payout ratio is adequate without being excessive.</i>				
4a	Approve Discharge of Management Board	Mgmt	For	For	For

Voting Policy Rationale: A vote FOR is warranted because of the absence of any information about significant and compelling controversies that the management board and/or supervisory board are not fulfilling their fiduciary duties.

ASML Holding NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4b	Approve Discharge of Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because of the absence of any information about significant and compelling controversies that the management board and/or supervisory board are not fulfilling their fiduciary duties.</i>				
5	Approve Number of Shares for Management Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the terms of the proposed equity plan are not problematic.</i>				
6a	Announce Intention to Reappoint C.D. Fouquet to Management Board	Mgmt			
	<i>Voting Policy Rationale: These are non-voting items.</i>				
6b	Announce Intention to Reappoint J.P. Koonmen to Management Board	Mgmt			
	<i>Voting Policy Rationale: These are non-voting items.</i>				
7a	Discuss Updated Profile of the Supervisory Board	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
7b	Reelect A.P. Aris to Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these elections is warranted because: * The nominees are elected for a period not exceeding four years; * The candidates appear to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidates.</i>				
7c	Reelect D.M. Durcan to Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these elections is warranted because: * The nominees are elected for a period not exceeding four years; * The candidates appear to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidates.</i>				
7d	Reelect D.W.A. East to Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these elections is warranted because: * The nominees are elected for a period not exceeding four years; * The candidates appear to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidates.</i>				
7e	Discuss Composition of the Supervisory Board	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
8a	Grant Board Authority to Issue Shares Up to 5 Percent of Issued Capital Plus Additional 5 Percent in Case of Merger or Acquisition	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because it is in line with commonly used safeguards regarding volume and duration.</i>				
8b	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because it is in line with commonly used safeguards regarding volume and duration.</i>				

ASML Holding NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
9	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because: * This proposal is in line with commonly used safeguards regarding volume and pricing; * The authorization would allow ASML Holding to repurchase up to 10.00 percent of the issued share capital; and * The authorization would allow the company to repurchase shares for less or up to 110 percent of the share price prior to the repurchase.</i>				
10	Authorize Cancellation of Repurchased Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the cancellation of shares is in shareholders' interests.</i>				
11	Other Business (Non-Voting)	Mgmt			
	<i>Voting Policy Rationale: No vote is required for this item.</i>				
12	Close Meeting	Mgmt			
	<i>Voting Policy Rationale: No vote is required for this item.</i>				

Bachem Holding AG

Meeting Date: 04/24/2024 **Country:** Switzerland **Ticker:** BANB
Record Date: 04/15/2024 **Meeting Type:** Annual
Primary Security ID: H04002145

Shares Voted: 197

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the annual accounts, annual report, and auditor's report for the fiscal year in review is warranted.</i>				
1.2	Approve Remuneration Report	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the remuneration report is warranted because: * There is insufficient ex-post disclosure to explain the evolution of variable payouts versus company performance. * The company does not disclose a clear payout cap for STI awards. * Shares granted under one LTI plan are not subject to the achievement of any performance conditions and are thus guaranteed. * The report does not directly address shareholder dissent on the prior vote, which appears significant considering the shareholder structure.</i>				
1.3	Approve Sustainability Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the approval of the company's non-financial report is warranted. Nevertheless, support is qualified considering the lack of external assurance that would confirm the validity of the information.</i>				
2	Approve Discharge of Board and Senior Management	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the formal discharge of the board of directors and senior management is warranted, as there is no evidence that the board and senior management have not fulfilled their fiduciary duties.</i>				
3	Approve Allocation of Income and Dividends of CHF 0.40 per Share and CHF 0.40 per Share from Capital Contribution Reserves	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.1	Approve Remuneration of Directors in the Amount of CHF 650,000	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount is in line with market practice.</i>				
4.2	Approve Remuneration of Executive Committee in the Amount of CHF 2.5 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposal appears to be in line with market practice and does not raise significant concerns.</i>				
5.1	Reelect Kuno Sommer as Director and Board Chair	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Board elections (Items 5.1-5.5) Votes AGAINST the non-independent nominees: Kuno Sommer, Alex Faessler, Nicole Grogg Hoetzer, Steffen Lang, and Helma Wennemers are warranted because of the failure to establish a sufficiently independent board. Compensation committee elections (Items 6.1 – 6.3) Votes AGAINST the non-independent nominees: Kuno Sommer, Nicole Grogg Hoetzer, and Alex Faessler are warranted because their elections to the board do not warrant support and due to the failure to establish a majority-independent committee.</i>				
5.2	Reelect Nicole Hoetzer as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Board elections (Items 5.1-5.5) Votes AGAINST the non-independent nominees: Kuno Sommer, Alex Faessler, Nicole Grogg Hoetzer, Steffen Lang, and Helma Wennemers are warranted because of the failure to establish a sufficiently independent board. Compensation committee elections (Items 6.1 – 6.3) Votes AGAINST the non-independent nominees: Kuno Sommer, Nicole Grogg Hoetzer, and Alex Faessler are warranted because their elections to the board do not warrant support and due to the failure to establish a majority-independent committee.</i>				
5.3	Reelect Helma Wennemers as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Board elections (Items 5.1-5.5) Votes AGAINST the non-independent nominees: Kuno Sommer, Alex Faessler, Nicole Grogg Hoetzer, Steffen Lang, and Helma Wennemers are warranted because of the failure to establish a sufficiently independent board. Compensation committee elections (Items 6.1 – 6.3) Votes AGAINST the non-independent nominees: Kuno Sommer, Nicole Grogg Hoetzer, and Alex Faessler are warranted because their elections to the board do not warrant support and due to the failure to establish a majority-independent committee.</i>				
5.4	Reelect Steffen Lang as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Board elections (Items 5.1-5.5) Votes AGAINST the non-independent nominees: Kuno Sommer, Alex Faessler, Nicole Grogg Hoetzer, Steffen Lang, and Helma Wennemers are warranted because of the failure to establish a sufficiently independent board. Compensation committee elections (Items 6.1 – 6.3) Votes AGAINST the non-independent nominees: Kuno Sommer, Nicole Grogg Hoetzer, and Alex Faessler are warranted because their elections to the board do not warrant support and due to the failure to establish a majority-independent committee.</i>				
5.5	Reelect Alex Faessler as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Board elections (Items 5.1-5.5) Votes AGAINST the non-independent nominees: Kuno Sommer, Alex Faessler, Nicole Grogg Hoetzer, Steffen Lang, and Helma Wennemers are warranted because of the failure to establish a sufficiently independent board. Compensation committee elections (Items 6.1 – 6.3) Votes AGAINST the non-independent nominees: Kuno Sommer, Nicole Grogg Hoetzer, and Alex Faessler are warranted because their elections to the board do not warrant support and due to the failure to establish a majority-independent committee.</i>				
6.1	Reappoint Kuno Sommer as Member of the Compensation Committee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Board elections (Items 5.1-5.5) Votes AGAINST the non-independent nominees: Kuno Sommer, Alex Faessler, Nicole Grogg Hoetzer, Steffen Lang, and Helma Wennemers are warranted because of the failure to establish a sufficiently independent board. Compensation committee elections (Items 6.1 – 6.3) Votes AGAINST the non-independent nominees: Kuno Sommer, Nicole Grogg Hoetzer, and Alex Faessler are warranted because their elections to the board do not warrant support and due to the failure to establish a majority-independent committee.</i>				

Bachem Holding AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6.2	Reappoint Nicole Hoetzer as Member of the Compensation Committee	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Board elections (Items 5.1-5.5) Votes AGAINST the non-independent nominees: Kuno Sommer, Alex Faessler, Nicole Grogg Hoetzer, Steffen Lang, and Helma Wennemers are warranted because of the failure to establish a sufficiently independent board. Compensation committee elections (Items 6.1 – 6.3) Votes AGAINST the non-independent nominees: Kuno Sommer, Nicole Grogg Hoetzer, and Alex Faessler are warranted because their elections to the board do not warrant support and due to the failure to establish a majority-independent committee.</i></p>					
6.3	Reappoint Alex Faessler as Member of the Compensation Committee	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Board elections (Items 5.1-5.5) Votes AGAINST the non-independent nominees: Kuno Sommer, Alex Faessler, Nicole Grogg Hoetzer, Steffen Lang, and Helma Wennemers are warranted because of the failure to establish a sufficiently independent board. Compensation committee elections (Items 6.1 – 6.3) Votes AGAINST the non-independent nominees: Kuno Sommer, Nicole Grogg Hoetzer, and Alex Faessler are warranted because their elections to the board do not warrant support and due to the failure to establish a majority-independent committee.</i></p>					
7	Ratify MAZARS SA as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i></p>					
8	Designate Paul Wiesli as Independent Proxy	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concerns.</i></p>					
9	Transact Other Business (Voting)	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST is warranted because: * This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and * The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.</i></p>					

Banco del Bajío SA, Institucion de Banca Multiple

Meeting Date: 04/24/2024 **Country:** Mexico **Ticker:** BBAJIO
Record Date: 04/11/2024 **Meeting Type:** Annual
Primary Security ID: P1R2ZN117

Shares Voted: 55,379

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Approve Report of Audit and Corporate Practices Committee	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these routine proposals is warranted because: * Audited financials are available for FY 2023, and there are no independent auditor qualifications; and * There are no known concerns regarding the company's financial statements or audit procedures.</i></p>					
1.2	Approve Board's Opinion on CEO's Report	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these routine proposals is warranted because: * Audited financials are available for FY 2023, and there are no independent auditor qualifications; and * There are no known concerns regarding the company's financial statements or audit procedures.</i></p>					

Banco del Bajío SA, Institucion de Banca Multiple

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Approve Auditor's Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these routine proposals is warranted because: * Audited financials are available for FY 2023, and there are no independent auditor qualifications; and * There are no known concerns regarding the company's financial statements or audit procedures.</i>				
1.4	Approve Commissioner's Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these routine proposals is warranted because: * Audited financials are available for FY 2023, and there are no independent auditor qualifications; and * There are no known concerns regarding the company's financial statements or audit procedures.</i>				
1.5	Approve Board's Report on Policies and Accounting Criteria Followed in Preparation of Financial Information	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these routine proposals is warranted because: * Audited financials are available for FY 2023, and there are no independent auditor qualifications; and * There are no known concerns regarding the company's financial statements or audit procedures.</i>				
1.6	Approve Report on Operations and Activities Undertaken by Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these routine proposals is warranted because: * Audited financials are available for FY 2023, and there are no independent auditor qualifications; and * There are no known concerns regarding the company's financial statements or audit procedures.</i>				
2	Approve Report on Adherence to Fiscal Obligations	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these routine proposals is warranted because: * Audited financials are available for FY 2023, and there are no independent auditor qualifications; and * There are no known concerns regarding the company's financial statements or audit procedures.</i>				
3	Approve Allocation of Income	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted because the company's proposed payout falls within a reasonable 30-100 percent range of net income.</i>				
4	Approve Cash Dividends	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted because the company's proposed payout falls within a reasonable 30-100 percent range of net income.</i>				
5	Set Maximum Amount of Share Repurchase for FY 2024; Approve Board's Report on Share Repurchase for FY 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this request is warranted because: * The company's proposed share repurchase reserve appears reasonable; and * There are no known concerns over previous use of the share repurchase authority.</i>				
6.1a	Elect and/or Ratify Salvador Onate Ascencio as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted because: * The company has disclosed the names of the director nominees; and * The proposed board is at least one-third independent and contains at least two independent members, meeting the growing expectations of institutional shareholders. Cautionary support FOR the honorary director nominees (Items 6.1s-6.1v) is recommended given the lack of rationale for the inclusion of honorary members.</i>				
6.1b	Elect and/or Ratify Gerardo Plascencia Reyes as Alternate Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted because: * The company has disclosed the names of the director nominees; and * The proposed board is at least one-third independent and contains at least two independent members, meeting the growing expectations of institutional shareholders. Cautionary support FOR the honorary director nominees (Items 6.1s-6.1v) is recommended given the lack of rationale for the inclusion of honorary members.</i>				

Banco del Bajío SA, Institucion de Banca Multiple

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6.1c	Elect and/or Ratify Salvador Onate Barron as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted because: * The company has disclosed the names of the director nominees; and * The proposed board is at least one-third independent and contains at least two independent members, meeting the growing expectations of institutional shareholders. Cautionary support FOR the honorary director nominees (Items 6.1s-6.1v) is recommended given the lack of rationale for the inclusion of honorary members.</i>				
6.1d	Elect and/or Ratify Javier Marina Tanda as Alternate Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted because: * The company has disclosed the names of the director nominees; and * The proposed board is at least one-third independent and contains at least two independent members, meeting the growing expectations of institutional shareholders. Cautionary support FOR the honorary director nominees (Items 6.1s-6.1v) is recommended given the lack of rationale for the inclusion of honorary members.</i>				
6.1e	Elect and/or Ratify Alejandro Martinez Martinez as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted because: * The company has disclosed the names of the director nominees; and * The proposed board is at least one-third independent and contains at least two independent members, meeting the growing expectations of institutional shareholders. Cautionary support FOR the honorary director nominees (Items 6.1s-6.1v) is recommended given the lack of rationale for the inclusion of honorary members.</i>				
6.1f	Elect and/or Ratify Jose Harari Uziel as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted because: * The company has disclosed the names of the director nominees; and * The proposed board is at least one-third independent and contains at least two independent members, meeting the growing expectations of institutional shareholders. Cautionary support FOR the honorary director nominees (Items 6.1s-6.1v) is recommended given the lack of rationale for the inclusion of honorary members.</i>				
6.1g	Elect and/or Ratify Carlos de la Cerda Serrano as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted because: * The company has disclosed the names of the director nominees; and * The proposed board is at least one-third independent and contains at least two independent members, meeting the growing expectations of institutional shareholders. Cautionary support FOR the honorary director nominees (Items 6.1s-6.1v) is recommended given the lack of rationale for the inclusion of honorary members.</i>				
6.1h	Elect Fabian Federico Uribe Fernandez as Alternate Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted because: * The company has disclosed the names of the director nominees; and * The proposed board is at least one-third independent and contains at least two independent members, meeting the growing expectations of institutional shareholders. Cautionary support FOR the honorary director nominees (Items 6.1s-6.1v) is recommended given the lack of rationale for the inclusion of honorary members.</i>				
6.1i	Elect and/or Ratify Edgardo del Rincon Gutierrez as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted because: * The company has disclosed the names of the director nominees; and * The proposed board is at least one-third independent and contains at least two independent members, meeting the growing expectations of institutional shareholders. Cautionary support FOR the honorary director nominees (Items 6.1s-6.1v) is recommended given the lack of rationale for the inclusion of honorary members.</i>				
6.1j	Elect and/or Ratify Joaquin David Dominguez Cuenca as Alternate Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted because: * The company has disclosed the names of the director nominees; and * The proposed board is at least one-third independent and contains at least two independent members, meeting the growing expectations of institutional shareholders. Cautionary support FOR the honorary director nominees (Items 6.1s-6.1v) is recommended given the lack of rationale for the inclusion of honorary members.</i>				

Banco del Bajío SA, Institucion de Banca Multiple

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6.1k	Elect and/or Ratify Blanca Veronica Casillas Placencia as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted because: * The company has disclosed the names of the director nominees; and * The proposed board is at least one-third independent and contains at least two independent members, meeting the growing expectations of institutional shareholders. Cautionary support FOR the honorary director nominees (Items 6.1s-6.1v) is recommended given the lack of rationale for the inclusion of honorary members.</i>				
6.1l	Elect and/or Ratify Alexis Milo Caraza as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted because: * The company has disclosed the names of the director nominees; and * The proposed board is at least one-third independent and contains at least two independent members, meeting the growing expectations of institutional shareholders. Cautionary support FOR the honorary director nominees (Items 6.1s-6.1v) is recommended given the lack of rationale for the inclusion of honorary members.</i>				
6.1m	Elect and/or Ratify Aldredo Emilio Colin Babio as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted because: * The company has disclosed the names of the director nominees; and * The proposed board is at least one-third independent and contains at least two independent members, meeting the growing expectations of institutional shareholders. Cautionary support FOR the honorary director nominees (Items 6.1s-6.1v) is recommended given the lack of rationale for the inclusion of honorary members.</i>				
6.1n	Elect and/or Ratify Barbara Jean Mair Rowberry as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted because: * The company has disclosed the names of the director nominees; and * The proposed board is at least one-third independent and contains at least two independent members, meeting the growing expectations of institutional shareholders. Cautionary support FOR the honorary director nominees (Items 6.1s-6.1v) is recommended given the lack of rationale for the inclusion of honorary members.</i>				
6.1o	Elect and/or Ratify Dan Ostrosky Shejet as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted because: * The company has disclosed the names of the director nominees; and * The proposed board is at least one-third independent and contains at least two independent members, meeting the growing expectations of institutional shareholders. Cautionary support FOR the honorary director nominees (Items 6.1s-6.1v) is recommended given the lack of rationale for the inclusion of honorary members.</i>				
6.1p	Elect and/or Ratify Elizabeth Marvan Fragoso as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted because: * The company has disclosed the names of the director nominees; and * The proposed board is at least one-third independent and contains at least two independent members, meeting the growing expectations of institutional shareholders. Cautionary support FOR the honorary director nominees (Items 6.1s-6.1v) is recommended given the lack of rationale for the inclusion of honorary members.</i>				
6.1q	Elect and/or Ratify Gabriel Ramirez Fernandez as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted because: * The company has disclosed the names of the director nominees; and * The proposed board is at least one-third independent and contains at least two independent members, meeting the growing expectations of institutional shareholders. Cautionary support FOR the honorary director nominees (Items 6.1s-6.1v) is recommended given the lack of rationale for the inclusion of honorary members.</i>				
6.1r	Elect and/or Ratify Ramon Santoyo Vazquez as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted because: * The company has disclosed the names of the director nominees; and * The proposed board is at least one-third independent and contains at least two independent members, meeting the growing expectations of institutional shareholders. Cautionary support FOR the honorary director nominees (Items 6.1s-6.1v) is recommended given the lack of rationale for the inclusion of honorary members.</i>				

Banco del Bajío SA, Institucion de Banca Multiple

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6.1s	Elect and/or Ratify Benjamin Zermeno Padilla as Honorary Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted because: * The company has disclosed the names of the director nominees; and * The proposed board is at least one-third independent and contains at least two independent members, meeting the growing expectations of institutional shareholders. Cautionary support FOR the honorary director nominees (Items 6.1s-6.1v) is recommended given the lack of rationale for the inclusion of honorary members.</i>				
6.1t	Elect and/or Ratify Eduardo Gomez Navarro as Honorary Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted because: * The company has disclosed the names of the director nominees; and * The proposed board is at least one-third independent and contains at least two independent members, meeting the growing expectations of institutional shareholders. Cautionary support FOR the honorary director nominees (Items 6.1s-6.1v) is recommended given the lack of rationale for the inclusion of honorary members.</i>				
6.1u	Elect and/or Ratify Genaro Carlos Leal Martinez as Honorary Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted because: * The company has disclosed the names of the director nominees; and * The proposed board is at least one-third independent and contains at least two independent members, meeting the growing expectations of institutional shareholders. Cautionary support FOR the honorary director nominees (Items 6.1s-6.1v) is recommended given the lack of rationale for the inclusion of honorary members.</i>				
6.1v	Elect and/or Ratify Rolando Uziel Candiotti as Honorary Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted because: * The company has disclosed the names of the director nominees; and * The proposed board is at least one-third independent and contains at least two independent members, meeting the growing expectations of institutional shareholders. Cautionary support FOR the honorary director nominees (Items 6.1s-6.1v) is recommended given the lack of rationale for the inclusion of honorary members.</i>				
6.2	Approve Remuneration of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because: * There are no known concerns over the compensation of the company's directors; * There is no evidence of unsatisfactory board performance; and * The company has disclosed the proposed remuneration.</i>				
7.1a	Elect and/or Ratify Salvador Onate Barron as Board Chairman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted because: * The company has disclosed the names of the director nominees; and * The proposed board is at least one-third independent and contains at least two independent members, meeting the growing expectations of institutional shareholders. Cautionary support FOR the honorary director nominees (Items 6.1s-6.1v) is recommended given the lack of rationale for the inclusion of honorary members.</i>				
7.1b	Elect and/or Ratify Blanca Veronica Casillas Placencia as Secretary of Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted because: * The company has disclosed the names of the director nominees; and * The proposed board is at least one-third independent and contains at least two independent members, meeting the growing expectations of institutional shareholders. Cautionary support FOR the honorary director nominees (Items 6.1s-6.1v) is recommended given the lack of rationale for the inclusion of honorary members.</i>				
7.1c	Elect and/or Ratify Arturo Rabago Fonseca as Commissioner	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted because: * The company has disclosed the names of the director nominees; and * The proposed board is at least one-third independent and contains at least two independent members, meeting the growing expectations of institutional shareholders. Cautionary support FOR the honorary director nominees (Items 6.1s-6.1v) is recommended given the lack of rationale for the inclusion of honorary members.</i>				

Banco del Bajío SA, Institucion de Banca Multiple

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7.1d	Elect and/or Ratify Carlos German Alvarez Cisneros as Alternate Commissioner	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these items is warranted because: * The company has disclosed the names of the director nominees; and * The proposed board is at least one-third independent and contains at least two independent members, meeting the growing expectations of institutional shareholders. Cautionary support FOR the honorary director nominees (Items 6.1s-6.1v) is recommended given the lack of rationale for the inclusion of honorary members.</i></p>					
8	Elect and/or Ratify Gabriel Ramirez Fernandez as Chairman of Audit and Corporate Practices Committee	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these items is warranted because: * The company has disclosed the names of the director nominees; and * The proposed board is at least one-third independent and contains at least two independent members, meeting the growing expectations of institutional shareholders. Cautionary support FOR the honorary director nominees (Items 6.1s-6.1v) is recommended given the lack of rationale for the inclusion of honorary members.</i></p>					
9	Authorize Joaquin David Dominguez Cuenca and/or Blanca Veronica Casillas Placencia to Ratify and Execute Approved Resolutions	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this closing formality is warranted because: * Approval of this item grants management authority to approve only items that have been approved by shareholders; and * Opposing this item could impact management's ability to execute on bona fide items that have been approved by shareholders.</i></p>					

Bank of America Corporation

Meeting Date: 04/24/2024

Country: USA

Ticker: BAC

Record Date: 03/01/2024

Meeting Type: Annual

Primary Security ID: 060505104

Shares Voted: 34,002

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Sharon L. Allen	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sharon Allen, Linda Hudson, Michael White, Thomas Woods and Maria Zuber is warranted for lack of diversity on the board. Votes AGAINST Chair of the Enterprise Risk Committee Clayton S. Rose are warranted given the concerns raised regarding the company's management and oversight of climate related risks. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Jose (Joe) E. Almeida	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sharon Allen, Linda Hudson, Michael White, Thomas Woods and Maria Zuber is warranted for lack of diversity on the board. Votes AGAINST Chair of the Enterprise Risk Committee Clayton S. Rose are warranted given the concerns raised regarding the company's management and oversight of climate related risks. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director Pierre J.P. de Weck	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sharon Allen, Linda Hudson, Michael White, Thomas Woods and Maria Zuber is warranted for lack of diversity on the board. Votes AGAINST Chair of the Enterprise Risk Committee Clayton S. Rose are warranted given the concerns raised regarding the company's management and oversight of climate related risks. A vote FOR the remaining director nominees is warranted.</i></p>					

Bank of America Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1d	Elect Director Arnold W. Donald	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sharon Allen, Linda Hudson, Michael White, Thomas Woods and Maria Zuber is warranted for lack of diversity on the board. Votes AGAINST Chair of the Enterprise Risk Committee Clayton S. Rose are warranted given the concerns raised regarding the company's management and oversight of climate related risks. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Linda P. Hudson	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sharon Allen, Linda Hudson, Michael White, Thomas Woods and Maria Zuber is warranted for lack of diversity on the board. Votes AGAINST Chair of the Enterprise Risk Committee Clayton S. Rose are warranted given the concerns raised regarding the company's management and oversight of climate related risks. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Monica C. Lozano	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sharon Allen, Linda Hudson, Michael White, Thomas Woods and Maria Zuber is warranted for lack of diversity on the board. Votes AGAINST Chair of the Enterprise Risk Committee Clayton S. Rose are warranted given the concerns raised regarding the company's management and oversight of climate related risks. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Brian T. Moynihan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sharon Allen, Linda Hudson, Michael White, Thomas Woods and Maria Zuber is warranted for lack of diversity on the board. Votes AGAINST Chair of the Enterprise Risk Committee Clayton S. Rose are warranted given the concerns raised regarding the company's management and oversight of climate related risks. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Lionel L. Nowell, III	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sharon Allen, Linda Hudson, Michael White, Thomas Woods and Maria Zuber is warranted for lack of diversity on the board. Votes AGAINST Chair of the Enterprise Risk Committee Clayton S. Rose are warranted given the concerns raised regarding the company's management and oversight of climate related risks. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Denise L. Ramos	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sharon Allen, Linda Hudson, Michael White, Thomas Woods and Maria Zuber is warranted for lack of diversity on the board. Votes AGAINST Chair of the Enterprise Risk Committee Clayton S. Rose are warranted given the concerns raised regarding the company's management and oversight of climate related risks. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Clayton S. Rose	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sharon Allen, Linda Hudson, Michael White, Thomas Woods and Maria Zuber is warranted for lack of diversity on the board. Votes AGAINST Chair of the Enterprise Risk Committee Clayton S. Rose are warranted given the concerns raised regarding the company's management and oversight of climate related risks. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Michael D. White	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sharon Allen, Linda Hudson, Michael White, Thomas Woods and Maria Zuber is warranted for lack of diversity on the board. Votes AGAINST Chair of the Enterprise Risk Committee Clayton S. Rose are warranted given the concerns raised regarding the company's management and oversight of climate related risks. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director Thomas D. Woods	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sharon Allen, Linda Hudson, Michael White, Thomas Woods and Maria Zuber is warranted for lack of diversity on the board. Votes AGAINST Chair of the Enterprise Risk Committee Clayton S. Rose are warranted given the concerns raised regarding the company's management and oversight of climate related risks. A vote FOR the remaining director nominees is warranted.</i>				

Bank of America Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1m	Elect Director Maria T. Zuber	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sharon Allen, Linda Hudson, Michael White, Thomas Woods and Maria Zuber is warranted for lack of diversity on the board. Votes AGAINST Chair of the Enterprise Risk Committee Clayton S. Rose are warranted given the concerns raised regarding the company's management and oversight of climate related risks. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * A majority of equity awards to the CEO are not tied to performance-contingent pay elements; and * High CEO pay relative to company performance compared to the company's peers.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 8.02 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factors: * The plan cost is excessive; * The three-year average burn rate is excessive; * The disclosure of change-in-control ("CIC") vesting treatment is incomplete (or is otherwise considered discretionary); * The plan permits liberal recycling of shares; and * The plan allows broad discretion to accelerate vesting.</i>				
5	Report on Risks Related to Discrimination Against Individuals Including Religious/Political Views	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted as the company provides adequate disclosures related to its commitment to not discriminate against customers.</i>				
6	Report on Climate Lobbying	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Additional disclosure would help shareholders better evaluate how the company is addressing any misalignments between its direct and indirect lobbying activities and its public commitment to achieve net zero emissions by 2050.</i>				
7	Report on Clean Energy Supply Financing Ratio	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. Measuring and disclosing this statistic will give shareholders increased information on how the bank is progressing on its goal to align its financing activities with a net zero by 2050 pathway.</i>				
8	Provide Right to Act by Written Consent	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that the ability to act by written consent would enhance shareholder rights.</i>				
9	Require Independent Board Chair	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the importance of having an independent chairman of the board.</i>				
10	Improve Executive Compensation Program and Policy	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as excessive pay disparities could pose risks to long-term shareholder value, and impact employee morale as well as a company's standing in the communities in which it operates.</i>				

Meeting Date: 04/24/2024

Country: United Kingdom

Ticker: BNZL

Record Date: 04/22/2024

Meeting Type: Annual

Primary Security ID: G16968110

Shares Voted: 10,918

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>				
2	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
3	Re-elect Peter Ventress as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Peter Ventress, Pamela (Pam) Kirby, Vinodka (Vin) Murria, Stephan Nanninga, Lloyd Pitchford, and Jacqueline (Jacky) Simmonds is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4	Re-elect Frank van Zanten as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Peter Ventress, Pamela (Pam) Kirby, Vinodka (Vin) Murria, Stephan Nanninga, Lloyd Pitchford, and Jacqueline (Jacky) Simmonds is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
5	Re-elect Richard Howes as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Peter Ventress, Pamela (Pam) Kirby, Vinodka (Vin) Murria, Stephan Nanninga, Lloyd Pitchford, and Jacqueline (Jacky) Simmonds is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
6	Re-elect Lloyd Pitchford as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Peter Ventress, Pamela (Pam) Kirby, Vinodka (Vin) Murria, Stephan Nanninga, Lloyd Pitchford, and Jacqueline (Jacky) Simmonds is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
7	Re-elect Stephan Nanninga as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Peter Ventress, Pamela (Pam) Kirby, Vinodka (Vin) Murria, Stephan Nanninga, Lloyd Pitchford, and Jacqueline (Jacky) Simmonds is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
8	Re-elect Vin Murria as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Peter Ventress, Pamela (Pam) Kirby, Vinodka (Vin) Murria, Stephan Nanninga, Lloyd Pitchford, and Jacqueline (Jacky) Simmonds is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
9	Re-elect Pam Kirby as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Peter Ventress, Pamela (Pam) Kirby, Vinodka (Vin) Murria, Stephan Nanninga, Lloyd Pitchford, and Jacqueline (Jacky) Simmonds is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10	Re-elect Jacky Simmonds as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Peter Ventress, Pamela (Pam) Kirby, Vinodka (Vin) Murria, Stephan Nanninga, Lloyd Pitchford, and Jacqueline (Jacky) Simmonds is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
11	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as no significant concerns have been identified.</i>				
12	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 5.0 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
13	Approve Remuneration Policy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted, although it is not without concerns: * The variable pay opportunity has been increased for both the EDs. For the CEO, annual bonus opportunity will increase from 180% to 200% of salary, and RSP quantum will increase from 125% to 175% of salary. The CFO's bonus opportunity will increase from 160% to 175% of salary, and opportunity under the RSP will increase from 100% to 125% of the base salary. The main reasons for support are: * The Company has provided a cogent rationale, based principally on competition with the US market, where a large portion of its revenues derive. The explanation also hinges on the c.37% growth in market cap since the policy was last submitted. * When the long-term plans were replaced by an RSP in 2021, the discount to the original performance-based vehicles was greater than 50%. * RSP underpins have been strengthened. * The bonus opportunity is in line with companies of a similar size. * The shareholding requirement has been increased.</i>				
14	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the remuneration report is warranted as no significant concerns have been identified.</i>				
15	Approve Long Term Incentive Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted, although not without concerns: * The maximum opportunity under the RSP for the CEO is being increased from 125% to 175% of the base salary, and for the CFO, it's being increased from 100% to 125% of the base salary. * Mitigating considerations are discussed under the remuneration policy analysis.</i>				
16	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
17	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
18	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
19	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				
20	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>				

Cembra Money Bank AG

Meeting Date: 04/24/2024

Country: Switzerland

Ticker: CMBN

Record Date:

Meeting Type: Annual

Primary Security ID: H1329L107

Shares Voted: 478

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the annual accounts, annual report, and auditor's report for the fiscal year in review is warranted.</i>				
1.2	Approve Non-Financial Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the approval of the company's non-financial report is warranted due to a lack of significant concerns.</i>				
2	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the remuneration report is warranted because the company's remuneration practices are in line with market practice and pay and performance appear reasonably aligned at this time.</i>				
3	Approve Allocation of Income and Dividends of CHF 4.00 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i>				
4	Approve Discharge of Board and Senior Management	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the formal discharge of the board of directors and senior management is warranted, as there is no evidence that the board and senior management have not fulfilled their fiduciary duties.</i>				
5.1.1	Reelect Franco Morra as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
5.1.2	Reelect Marc Berg as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
5.1.3	Reelect Thomas Buess as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
5.1.4	Reelect Susanne Kloess-Braekler as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
5.1.5	Reelect Monica Maechler as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
5.2	Elect Sandra Hauser as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				

Cembra Money Bank AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5.3	Reelect Franco Morra as Board Chair	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
5.4.1	Reappoint Susanne Kloess-Braekler as Member of the Compensation and Nomination Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
5.4.2	Reappoint Marc Berg as Member of the Compensation and Nomination Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
5.4.3	Reappoint Thomas Buess as Member of the Compensation and Nomination Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
5.5	Designate Keller AG as Independent Proxy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concerns.</i>				
5.6	Ratify KPMG AG as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
6	Approve Creation of CHF 4.2 Million Pool of Conversion Capital without Preemptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, although the following concern is noted: * If the relevant trigger event were to occur and this conversion capital is issued, this would result in a dilution for current shareholders. The main reasons for support are: * These shares may only be used to reinforce the equity base and to prevent or overcome a crisis, which appears highly unlikely considering the company's current capital ratio. * The board has provided a compelling rationale for this proposal in the context of investor expectations regarding these instruments.</i>				
7.1	Approve Remuneration of Directors in the Amount of CHF 1.5 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount is in line with market practice.</i>				
7.2	Approve Fixed and Variable Remuneration of Executive Committee in the Amount of CHF 8.4 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposal appears to be in line with market practice and does not raise significant concerns.</i>				
8	Transact Other Business (Voting)	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because: * This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and * The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.</i>				

City Developments Limited

Meeting Date: 04/24/2024

Country: Singapore

Ticker: C09

Record Date:

Meeting Type: Annual

Primary Security ID: V23130111

Shares Voted: 69,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Adopt Directors' Statement, Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR this resolution is warranted.</i>				
2	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine dividend proposal.</i>				
3	Approve Directors' Fees	Mgmt	For	For	For
	<i>Voting Policy Rationale: Director fees in Singapore are usually reasonable. In the absence of known concerns over director fees at the company, a vote FOR this proposal is warranted.</i>				
4(a)	Elect Kwek Leng Beng as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>				
4(b)	Elect Sherman Kwek Eik Tse as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>				
4(c)	Elect Lee Jee Cheng Philip as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>				
4(d)	Elect Chan Swee Liang Carolina (Carol Fong) as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>				
5	Approve KPMG LLP as Auditors and Authorize Directors to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the audit firm, its remuneration, and the way the audit was conducted.</i>				
6	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the issuance request without preemptive rights is within the recommended limit.</i>				
7	Authorize Share Repurchase Program	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted given that the size and pricing provisions of the proposed repurchase mandate are within the recommended limits</i>				

City Developments Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8	Approve Mandate for Interested Person Transactions	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Given the protections that Singapore law and listing requirements provide, related-party transactions are routine items in Singapore. As such, a vote FOR this resolution is warranted.</i></p>					

Croda International Plc

Meeting Date: 04/24/2024 **Country:** United Kingdom **Ticker:** CRDA
Record Date: 04/22/2024 **Meeting Type:** Annual
Primary Security ID: G25536155

Shares Voted: 464

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i></p>					
2	Approve Remuneration Report	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted as no material concerns have been identified.</i></p>					
3	Approve Final Dividend	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i></p>					
4	Elect Chris Good as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i></p>					
5	Elect Danuta Gray as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i></p>					
6	Re-elect Louisa Burdett as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i></p>					
7	Re-elect Roberto Cirillo as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i></p>					
8	Re-elect Jacqui Ferguson as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i></p>					
9	Re-elect Steve Foots as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i></p>					
10	Re-elect Julie Kim as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i></p>					

Croda International Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
11	Re-elect Keith Layden as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
12	Re-elect Nawal Ouzren as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
13	Re-elect John Ramsay as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
14	Reappoint KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
15	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
16	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				
17	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
18	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
19	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
20	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				
21	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>				

Croda International Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
22	Approve Amendment to the Performance Share Plan 2014	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is considered warranted although it is not without concerns because: * The life of the Plan will be amended from ten to 20 years from its adoption in 2014, such that its expiry will be extended from 2024 to 2034, which is unusual. * The individual award limit, in the absence of any exceptional circumstances, will be increased from 225% to 250% of salary. The main reasons for support are: * The proposed increase in the award limit will align the rules of the Plan to the remuneration policy approved by shareholders at the 2023 AGM. * Overall, the Plan rules are considered to be reasonable and broadly aligned with market practice.</i></p>					

DiaSorin SpA

Meeting Date: 04/24/2024 **Country:** Italy **Ticker:** DIA
Record Date: 04/15/2024 **Meeting Type:** Annual
Primary Security ID: T3475Y104

Shares Voted: 165

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Ordinary Business Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is warranted because the company's financial statements and the proposed income allocation do not raise major concerns. Support for the approval of the financial statements is however qualified due to the shareholder meeting format, which will not allow shareholders to actively participate in the AGM and interact with the management during the meeting.</i></p>					
1.2	Approve Allocation of Income	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is warranted because the company's financial statements and the proposed income allocation do not raise major concerns. Support for the approval of the financial statements is however qualified due to the shareholder meeting format, which will not allow shareholders to actively participate in the AGM and interact with the management during the meeting.</i></p>					
2.1	Approve Remuneration Policy	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: This item warrants a vote AGAINST because: * Termination payments may exceed 24 months' pay; * Derogation powers are excessive; and * The compensation committee is only one-third independent and is chaired by a non-independent director.</i></p>					
2.2	Approve Second Section of the Remuneration Report	Mgmt	For	For	For
<p><i>Voting Policy Rationale: This item warrants a vote FOR because the 2023 compensation practices of the company are overall unproblematic. This is not without noting that there is room for improvement of retrospective disclosure on variable pay.</i></p>					
3	Approve Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
<p><i>Voting Policy Rationale: This item warrants a vote FOR because the company has provided full disclosure on this proposal, and no concerns have been identified.</i></p>					

Eaton Corporation plc

Meeting Date: 04/24/2024 **Country:** Ireland **Ticker:** ETN
Record Date: 02/26/2024 **Meeting Type:** Annual
Primary Security ID: G29183103

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Craig Arnold	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gregory Page, Gerald Smith, Dorothy Thompson, and Darryl Wilson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Silvio Napoli	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gregory Page, Gerald Smith, Dorothy Thompson, and Darryl Wilson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Gregory R. Page	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gregory Page, Gerald Smith, Dorothy Thompson, and Darryl Wilson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Sandra Pinalto	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gregory Page, Gerald Smith, Dorothy Thompson, and Darryl Wilson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Robert V. Pragada	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gregory Page, Gerald Smith, Dorothy Thompson, and Darryl Wilson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Lori J. Ryerkerk	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gregory Page, Gerald Smith, Dorothy Thompson, and Darryl Wilson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Gerald B. Smith	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gregory Page, Gerald Smith, Dorothy Thompson, and Darryl Wilson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Dorothy C. Thompson	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gregory Page, Gerald Smith, Dorothy Thompson, and Darryl Wilson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Darryl L. Wilson	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gregory Page, Gerald Smith, Dorothy Thompson, and Darryl Wilson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Ernst & Young as Auditors and Authorize Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.99 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Eaton Corporation plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * A majority of equity awards to the CEO are not tied to performance-contingent pay elements; * Excessive differentials between CEO pay and the pay of other named executive officers at the firm; and * High CEO pay in relation to company peer group CEO median pay levels.</i></p>					
4	Authorize Issue of Equity with Pre-emptive Rights	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i></p>					
5	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i></p>					
6	Authorize Share Repurchase of Issued Share Capital	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are reasonable. Further, the board is using share buybacks to return value to shareholders and all shareholders may participate on equal terms.</i></p>					

Entain Plc

Meeting Date: 04/24/2024

Country: Isle of Man

Ticker: ENT

Record Date: 04/22/2024

Meeting Type: Annual

Primary Security ID: G3167C109

Shares Voted: 2,084

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i></p>					
2	Approve Remuneration Report	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted, although it is not without concern: Annual bonus awards paid out by reference to non-financial performance, despite the Company incurring a statutory loss for the year, and despite significant depreciation in shareholder value. The main reasons for support are: Bonus levels are relatively low, at one fifth of maximum. The loss is largely attributed to penalties relating to the HRMC investigation into the Company's former Turkish business. The shareholder experience has been reflected, to some extent, in the LTIP outcomes.</i></p>					
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i></p>					
4	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Re-elect Barry Gibson as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Barry Gibson, Virginia McDowell and Rahul Welde is warranted for lack of diversity on the board. A vote for the remaining nominees is warranted.</i>				
6	Re-elect Pierre Bouchut as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Barry Gibson, Virginia McDowell and Rahul Welde is warranted for lack of diversity on the board. A vote for the remaining nominees is warranted.</i>				
7	Re-elect Stella David as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Barry Gibson, Virginia McDowell and Rahul Welde is warranted for lack of diversity on the board. A vote for the remaining nominees is warranted.</i>				
8	Re-elect Virginia McDowell as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Barry Gibson, Virginia McDowell and Rahul Welde is warranted for lack of diversity on the board. A vote for the remaining nominees is warranted.</i>				
9	Re-elect David Satz as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Barry Gibson, Virginia McDowell and Rahul Welde is warranted for lack of diversity on the board. A vote for the remaining nominees is warranted.</i>				
10	Re-elect Rahul Welde as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Barry Gibson, Virginia McDowell and Rahul Welde is warranted for lack of diversity on the board. A vote for the remaining nominees is warranted.</i>				
11	Re-elect Rob Wood as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Barry Gibson, Virginia McDowell and Rahul Welde is warranted for lack of diversity on the board. A vote for the remaining nominees is warranted.</i>				
12	Elect Amanda Brown as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Barry Gibson, Virginia McDowell and Rahul Welde is warranted for lack of diversity on the board. A vote for the remaining nominees is warranted.</i>				
13	Elect Ronald Kramer as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Barry Gibson, Virginia McDowell and Rahul Welde is warranted for lack of diversity on the board. A vote for the remaining nominees is warranted.</i>				
14	Elect as Ricky Sandler Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Barry Gibson, Virginia McDowell and Rahul Welde is warranted for lack of diversity on the board. A vote for the remaining nominees is warranted.</i>				
15	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
16	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				

Entain Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
17	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>					
18	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>					

Entegris, Inc.

Meeting Date: 04/24/2024 **Country:** USA **Ticker:** ENTG
Record Date: 03/08/2024 **Meeting Type:** Annual
Primary Security ID: 29362U104

Shares Voted: 634

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director James R. Anderson	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Rodney Clark, James (Jim) Lederer and Azita Saleki-Gerhardt is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>					
1b	Elect Director Rodney Clark	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Rodney Clark, James (Jim) Lederer and Azita Saleki-Gerhardt is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>					
1c	Elect Director James F. Gentilcore	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Rodney Clark, James (Jim) Lederer and Azita Saleki-Gerhardt is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>					
1d	Elect Director Yvette Kanouff	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Rodney Clark, James (Jim) Lederer and Azita Saleki-Gerhardt is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>					
1e	Elect Director James P. Lederer	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Rodney Clark, James (Jim) Lederer and Azita Saleki-Gerhardt is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>					
1f	Elect Director Bertrand Loy	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Rodney Clark, James (Jim) Lederer and Azita Saleki-Gerhardt is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>					

Entegris, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1g	Elect Director David Reeder	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Rodney Clark, James (Jim) Lederer and Azita Saleki-Gerhardt is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1h	Elect Director Azita Saleki-Gerhardt	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Rodney Clark, James (Jim) Lederer and Azita Saleki-Gerhardt is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * A majority of equity awards to the CEO are not tied to performance-contingent pay elements; and * Excessive differentials between CEO pay and the pay of other named executive officers at the firm.</i>				
3	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that: * The purchase price is reasonable; * The number of shares reserved is reasonable; and * The offering period is within the limits prescribed by Section 423 of the Internal Revenue Code.</i>				
4	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 14.01 percent of the fees paid to the auditor are for non-audit purposes.</i>				

FincoBank SpA

Meeting Date: 04/24/2024 **Country:** Italy **Ticker:** FBK
Record Date: 04/15/2024 **Meeting Type:** Annual/Special
Primary Security ID: T4R999104

Shares Voted: 34,851

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Ordinary Business Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the company's financial statements and the proposed income allocation do not raise major concerns. Support for the approval of the financial statements is however qualified due to the shareholder meeting format, which will not allow shareholders to actively participate in the AGM and interact with the management during the meeting.</i>				
2	Approve Allocation of Income	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the company's financial statements and the proposed income allocation do not raise major concerns. Support for the approval of the financial statements is however qualified due to the shareholder meeting format, which will not allow shareholders to actively participate in the AGM and interact with the management during the meeting.</i>				
3	Approve Remuneration Policy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed remuneration policy is well described and does not contravene good European executive remuneration practice.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Approve Second Section of the Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: This item warrants a vote FOR because the 2023 compensation practices of the company are well described and do not contravene good market standards. However, qualified support is warranted due to potential disconnect between CEO pay and performance compared to peers.</i>				
5	Approve 2024 Incentive System for Employees	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed remuneration policy is well described and does not contravene good European executive remuneration practice.</i>				
6	Approve 2024-2026 Long Term Incentive Plan for Employees	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the key terms of the proposed equity plan are not problematic.</i>				
7	Approve 2024 Incentive System for Personal Financial Advisors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed remuneration policy is well described and does not contravene good European executive remuneration practice.</i>				
8	Authorize Share Repurchase Program and Reissuance of Repurchased Shares to Service 2024 Incentive System for Personal Financial Advisors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed remuneration policy is well described and does not contravene good European executive remuneration practice.</i>				
1	Extraordinary Business Authorize Board to Increase Capital to Service 2024 Incentive System for Employees	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed remuneration policy is well described and does not contravene good European executive remuneration practice.</i>				
2	Authorize Board to Increase Capital to Service 2023 Incentive System	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed remuneration policy is well described and does not contravene good European executive remuneration practice.</i>				
3	Authorize Board to Increase Capital to Service 2024-2026 Long Term Incentive Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the key terms of the proposed equity plan are not problematic.</i>				

Grupo Aeroportuario del Sureste SA de CV

Meeting Date: 04/24/2024

Country: Mexico

Ticker: ASURB

Record Date: 04/16/2024

Meeting Type: Annual

Primary Security ID: P4950Y100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Approve CEO's and Auditor's Reports on Operations and Results of Company, and Board's Opinion on Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these routine proposals is warranted because: * Audited financials are available for FY 2023, and there are no independent auditor qualifications; and * There are no known concerns regarding the company's financial statements or audit procedures.</i>				
1b	Approve Board's Report on Accounting Policies and Criteria for Preparation of Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these routine proposals is warranted because: * Audited financials are available for FY 2023, and there are no independent auditor qualifications; and * There are no known concerns regarding the company's financial statements or audit procedures.</i>				
1c	Approve Report on Activities and Operations Undertaken by Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these routine proposals is warranted because: * Audited financials are available for FY 2023, and there are no independent auditor qualifications; and * There are no known concerns regarding the company's financial statements or audit procedures.</i>				
1d	Approve Individual and Consolidated Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these routine proposals is warranted because: * Audited financials are available for FY 2023, and there are no independent auditor qualifications; and * There are no known concerns regarding the company's financial statements or audit procedures.</i>				
1e	Approve Report of Audit Committee's Activities and Report on Company's Subsidiaries	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these routine proposals is warranted because: * Audited financials are available for FY 2023, and there are no independent auditor qualifications; and * There are no known concerns regarding the company's financial statements or audit procedures.</i>				
1f	Approve Report on Adherence to Fiscal Obligations	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these routine proposals is warranted because: * Audited financials are available for FY 2023, and there are no independent auditor qualifications; and * There are no known concerns regarding the company's financial statements or audit procedures.</i>				
2a	Approve Increase in Legal Reserve by MXN 1.18	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted because the company's proposed payout falls within a reasonable 30-100 percent range of net income.</i>				
2b	Approve Cash Ordinary Dividends of MXN 10.93 Per Share and Cash Extraordinary Dividends of MXN 10 Per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted because the company's proposed payout falls within a reasonable 30-100 percent range of net income.</i>				

Grupo Aeroportuario del Sureste SA de CV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2c	Set Maximum Amount of MXN 3.94 Billion for Share Repurchase; Approve Policy Related to Acquisition of Own Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this request is warranted because: * The company's proposed share repurchase reserve appears reasonable; and * There are no known concerns over previous use of the share repurchase authority.</i>				
3a	Approve Discharge of Board of Directors and CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because: * This is a routine procedure in Mexico; and * There is no concrete evidence of negligence or abuse on part of the board or management.</i>				
3b.1	Elect/Ratify Fernando Chico Pardo as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote FOR the proposed independent directors under Social Advisory Services Policy, key committee members, and secretaries, presented under Items 3b.9-3d.3 is warranted because: * The company has provided timely disclosure of the proposed nominees and presented the election under unbundled items, allowing shareholders to vote individually on the proposed director candidates; * It would be counterproductive to vote against directors classified as independent under Social Advisory Services voting guidelines; and * There are no known concerns regarding the committee members, or secretaries. A vote AGAINST Guillermo Ortiz Martinez (Item 3b.8) is warranted because the director serves on more than five public company boards and is therefore considered overboarded under Social Advisory Services policy. A vote AGAINST the remaining non-independent nominees presented under Items 3b.1-3b.7 is warranted because although the company has disclosed the names of its director nominees, the proposed board's overall level of independence fails to meet the growing expectations of institutional shareholders.</i>				
3b.2	Elect/Ratify Jose Antonio Perez Anton as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote FOR the proposed independent directors under Social Advisory Services Policy, key committee members, and secretaries, presented under Items 3b.9-3d.3 is warranted because: * The company has provided timely disclosure of the proposed nominees and presented the election under unbundled items, allowing shareholders to vote individually on the proposed director candidates; * It would be counterproductive to vote against directors classified as independent under Social Advisory Services voting guidelines; and * There are no known concerns regarding the committee members, or secretaries. A vote AGAINST Guillermo Ortiz Martinez (Item 3b.8) is warranted because the director serves on more than five public company boards and is therefore considered overboarded under Social Advisory Services policy. A vote AGAINST the remaining non-independent nominees presented under Items 3b.1-3b.7 is warranted because although the company has disclosed the names of its director nominees, the proposed board's overall level of independence fails to meet the growing expectations of institutional shareholders.</i>				
3b.3	Elect/Ratify Pablo Chico Hernandez as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote FOR the proposed independent directors under Social Advisory Services Policy, key committee members, and secretaries, presented under Items 3b.9-3d.3 is warranted because: * The company has provided timely disclosure of the proposed nominees and presented the election under unbundled items, allowing shareholders to vote individually on the proposed director candidates; * It would be counterproductive to vote against directors classified as independent under Social Advisory Services voting guidelines; and * There are no known concerns regarding the committee members, or secretaries. A vote AGAINST Guillermo Ortiz Martinez (Item 3b.8) is warranted because the director serves on more than five public company boards and is therefore considered overboarded under Social Advisory Services policy. A vote AGAINST the remaining non-independent nominees presented under Items 3b.1-3b.7 is warranted because although the company has disclosed the names of its director nominees, the proposed board's overall level of independence fails to meet the growing expectations of institutional shareholders.</i>				

Grupo Aeroportuario del Sureste SA de CV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3b.4	Elect/Ratify Aurelio Perez Alonso as Director	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote FOR the proposed independent directors under Social Advisory Services Policy, key committee members, and secretaries, presented under Items 3b.9-3d.3 is warranted because: * The company has provided timely disclosure of the proposed nominees and presented the election under unbundled items, allowing shareholders to vote individually on the proposed director candidates; * It would be counterproductive to vote against directors classified as independent under Social Advisory Services voting guidelines; and * There are no known concerns regarding the committee members, or secretaries. A vote AGAINST Guillermo Ortiz Martinez (Item 3b.8) is warranted because the director serves on more than five public company boards and is therefore considered overboarded under Social Advisory Services policy. A vote AGAINST the remaining non-independent nominees presented under Items 3b.1-3b.7 is warranted because although the company has disclosed the names of its director nominees, the proposed board's overall level of independence fails to meet the growing expectations of institutional shareholders.</i></p>				
3b.5	Elect/Ratify Rasmus Christiansen as Director	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote FOR the proposed independent directors under Social Advisory Services Policy, key committee members, and secretaries, presented under Items 3b.9-3d.3 is warranted because: * The company has provided timely disclosure of the proposed nominees and presented the election under unbundled items, allowing shareholders to vote individually on the proposed director candidates; * It would be counterproductive to vote against directors classified as independent under Social Advisory Services voting guidelines; and * There are no known concerns regarding the committee members, or secretaries. A vote AGAINST Guillermo Ortiz Martinez (Item 3b.8) is warranted because the director serves on more than five public company boards and is therefore considered overboarded under Social Advisory Services policy. A vote AGAINST the remaining non-independent nominees presented under Items 3b.1-3b.7 is warranted because although the company has disclosed the names of its director nominees, the proposed board's overall level of independence fails to meet the growing expectations of institutional shareholders.</i></p>				
3b.6	Elect/Ratify Francisco Garza Zambrano as Director	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote FOR the proposed independent directors under Social Advisory Services Policy, key committee members, and secretaries, presented under Items 3b.9-3d.3 is warranted because: * The company has provided timely disclosure of the proposed nominees and presented the election under unbundled items, allowing shareholders to vote individually on the proposed director candidates; * It would be counterproductive to vote against directors classified as independent under Social Advisory Services voting guidelines; and * There are no known concerns regarding the committee members, or secretaries. A vote AGAINST Guillermo Ortiz Martinez (Item 3b.8) is warranted because the director serves on more than five public company boards and is therefore considered overboarded under Social Advisory Services policy. A vote AGAINST the remaining non-independent nominees presented under Items 3b.1-3b.7 is warranted because although the company has disclosed the names of its director nominees, the proposed board's overall level of independence fails to meet the growing expectations of institutional shareholders.</i></p>				
3b.7	Elect/Ratify Ricardo Guajardo Touche as Director	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote FOR the proposed independent directors under Social Advisory Services Policy, key committee members, and secretaries, presented under Items 3b.9-3d.3 is warranted because: * The company has provided timely disclosure of the proposed nominees and presented the election under unbundled items, allowing shareholders to vote individually on the proposed director candidates; * It would be counterproductive to vote against directors classified as independent under Social Advisory Services voting guidelines; and * There are no known concerns regarding the committee members, or secretaries. A vote AGAINST Guillermo Ortiz Martinez (Item 3b.8) is warranted because the director serves on more than five public company boards and is therefore considered overboarded under Social Advisory Services policy. A vote AGAINST the remaining non-independent nominees presented under Items 3b.1-3b.7 is warranted because although the company has disclosed the names of its director nominees, the proposed board's overall level of independence fails to meet the growing expectations of institutional shareholders.</i></p>				

Grupo Aeroportuario del Sureste SA de CV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3b.8	Elect/Ratify Guillermo Ortiz Martinez as Director	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote FOR the proposed independent directors under Social Advisory Services Policy, key committee members, and secretaries, presented under Items 3b.9-3d.3 is warranted because: * The company has provided timely disclosure of the proposed nominees and presented the election under unbundled items, allowing shareholders to vote individually on the proposed director candidates; * It would be counterproductive to vote against directors classified as independent under Social Advisory Services voting guidelines; and * There are no known concerns regarding the committee members, or secretaries. A vote AGAINST Guillermo Ortiz Martinez (Item 3b.8) is warranted because the director serves on more than five public company boards and is therefore considered overboarded under Social Advisory Services policy. A vote AGAINST the remaining non-independent nominees presented under Items 3b.1-3b.7 is warranted because although the company has disclosed the names of its director nominees, the proposed board's overall level of independence fails to meet the growing expectations of institutional shareholders.</i></p>				
3b.9	Elect/Ratify Barbara Garza Laguera Gonda as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR the proposed independent directors under Social Advisory Services Policy, key committee members, and secretaries, presented under Items 3b.9-3d.3 is warranted because: * The company has provided timely disclosure of the proposed nominees and presented the election under unbundled items, allowing shareholders to vote individually on the proposed director candidates; * It would be counterproductive to vote against directors classified as independent under Social Advisory Services voting guidelines; and * There are no known concerns regarding the committee members, or secretaries. A vote AGAINST Guillermo Ortiz Martinez (Item 3b.8) is warranted because the director serves on more than five public company boards and is therefore considered overboarded under Social Advisory Services policy. A vote AGAINST the remaining non-independent nominees presented under Items 3b.1-3b.7 is warranted because although the company has disclosed the names of its director nominees, the proposed board's overall level of independence fails to meet the growing expectations of institutional shareholders.</i></p>				
3b.10	Elect/Ratify Heliane Steden as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR the proposed independent directors under Social Advisory Services Policy, key committee members, and secretaries, presented under Items 3b.9-3d.3 is warranted because: * The company has provided timely disclosure of the proposed nominees and presented the election under unbundled items, allowing shareholders to vote individually on the proposed director candidates; * It would be counterproductive to vote against directors classified as independent under Social Advisory Services voting guidelines; and * There are no known concerns regarding the committee members, or secretaries. A vote AGAINST Guillermo Ortiz Martinez (Item 3b.8) is warranted because the director serves on more than five public company boards and is therefore considered overboarded under Social Advisory Services policy. A vote AGAINST the remaining non-independent nominees presented under Items 3b.1-3b.7 is warranted because although the company has disclosed the names of its director nominees, the proposed board's overall level of independence fails to meet the growing expectations of institutional shareholders.</i></p>				
3b.11	Elect/Ratify Diana M. Chavez as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR the proposed independent directors under Social Advisory Services Policy, key committee members, and secretaries, presented under Items 3b.9-3d.3 is warranted because: * The company has provided timely disclosure of the proposed nominees and presented the election under unbundled items, allowing shareholders to vote individually on the proposed director candidates; * It would be counterproductive to vote against directors classified as independent under Social Advisory Services voting guidelines; and * There are no known concerns regarding the committee members, or secretaries. A vote AGAINST Guillermo Ortiz Martinez (Item 3b.8) is warranted because the director serves on more than five public company boards and is therefore considered overboarded under Social Advisory Services policy. A vote AGAINST the remaining non-independent nominees presented under Items 3b.1-3b.7 is warranted because although the company has disclosed the names of its director nominees, the proposed board's overall level of independence fails to meet the growing expectations of institutional shareholders.</i></p>				

Grupo Aeroportuario del Sureste SA de CV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3b.12	Elect/Ratify Rafael Robles Miaja as Secretary (Non-Member) of Board	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR the proposed independent directors under Social Advisory Services Policy, key committee members, and secretaries, presented under Items 3b.9-3d.3 is warranted because: * The company has provided timely disclosure of the proposed nominees and presented the election under unbundled items, allowing shareholders to vote individually on the proposed director candidates; * It would be counterproductive to vote against directors classified as independent under Social Advisory Services voting guidelines; and * There are no known concerns regarding the committee members, or secretaries. A vote AGAINST Guillermo Ortiz Martinez (Item 3b.8) is warranted because the director serves on more than five public company boards and is therefore considered overboarded under Social Advisory Services policy. A vote AGAINST the remaining non-independent nominees presented under Items 3b.1-3b.7 is warranted because although the company has disclosed the names of its director nominees, the proposed board's overall level of independence fails to meet the growing expectations of institutional shareholders.</i></p>				
3b.13	Elect/Ratify Ana Maria Poblano Chanona as Alternate Secretary (Non-Member) of Board	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR the proposed independent directors under Social Advisory Services Policy, key committee members, and secretaries, presented under Items 3b.9-3d.3 is warranted because: * The company has provided timely disclosure of the proposed nominees and presented the election under unbundled items, allowing shareholders to vote individually on the proposed director candidates; * It would be counterproductive to vote against directors classified as independent under Social Advisory Services voting guidelines; and * There are no known concerns regarding the committee members, or secretaries. A vote AGAINST Guillermo Ortiz Martinez (Item 3b.8) is warranted because the director serves on more than five public company boards and is therefore considered overboarded under Social Advisory Services policy. A vote AGAINST the remaining non-independent nominees presented under Items 3b.1-3b.7 is warranted because although the company has disclosed the names of its director nominees, the proposed board's overall level of independence fails to meet the growing expectations of institutional shareholders.</i></p>				
3c.1	Elect/Ratify Ricardo Guajardo Touche as Chairman of Audit Committee	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR the proposed independent directors under Social Advisory Services Policy, key committee members, and secretaries, presented under Items 3b.9-3d.3 is warranted because: * The company has provided timely disclosure of the proposed nominees and presented the election under unbundled items, allowing shareholders to vote individually on the proposed director candidates; * It would be counterproductive to vote against directors classified as independent under Social Advisory Services voting guidelines; and * There are no known concerns regarding the committee members, or secretaries. A vote AGAINST Guillermo Ortiz Martinez (Item 3b.8) is warranted because the director serves on more than five public company boards and is therefore considered overboarded under Social Advisory Services policy. A vote AGAINST the remaining non-independent nominees presented under Items 3b.1-3b.7 is warranted because although the company has disclosed the names of its director nominees, the proposed board's overall level of independence fails to meet the growing expectations of institutional shareholders.</i></p>				
3d.1	Elect/Ratify Barbara Garza Laguera Gonda as Member of Nominations and Compensations Committee	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR the proposed independent directors under Social Advisory Services Policy, key committee members, and secretaries, presented under Items 3b.9-3d.3 is warranted because: * The company has provided timely disclosure of the proposed nominees and presented the election under unbundled items, allowing shareholders to vote individually on the proposed director candidates; * It would be counterproductive to vote against directors classified as independent under Social Advisory Services voting guidelines; and * There are no known concerns regarding the committee members, or secretaries. A vote AGAINST Guillermo Ortiz Martinez (Item 3b.8) is warranted because the director serves on more than five public company boards and is therefore considered overboarded under Social Advisory Services policy. A vote AGAINST the remaining non-independent nominees presented under Items 3b.1-3b.7 is warranted because although the company has disclosed the names of its director nominees, the proposed board's overall level of independence fails to meet the growing expectations of institutional shareholders.</i></p>				

Grupo Aeroportuario del Sureste SA de CV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3d.2	Elect/Ratify Fernando Chico Pardo as Member of Nominations and Compensations Committee	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR the proposed independent directors under Social Advisory Services Policy, key committee members, and secretaries, presented under Items 3b.9-3d.3 is warranted because: * The company has provided timely disclosure of the proposed nominees and presented the election under unbundled items, allowing shareholders to vote individually on the proposed director candidates; * It would be counterproductive to vote against directors classified as independent under Social Advisory Services voting guidelines; and * There are no known concerns regarding the committee members, or secretaries. A vote AGAINST Guillermo Ortiz Martinez (Item 3b.8) is warranted because the director serves on more than five public company boards and is therefore considered overboarded under Social Advisory Services policy. A vote AGAINST the remaining non-independent nominees presented under Items 3b.1-3b.7 is warranted because although the company has disclosed the names of its director nominees, the proposed board's overall level of independence fails to meet the growing expectations of institutional shareholders.</i></p>				
3d.3	Elect/Ratify Jose Antonio Perez Anton of Nominations and Compensations Committee	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR the proposed independent directors under Social Advisory Services Policy, key committee members, and secretaries, presented under Items 3b.9-3d.3 is warranted because: * The company has provided timely disclosure of the proposed nominees and presented the election under unbundled items, allowing shareholders to vote individually on the proposed director candidates; * It would be counterproductive to vote against directors classified as independent under Social Advisory Services voting guidelines; and * There are no known concerns regarding the committee members, or secretaries. A vote AGAINST Guillermo Ortiz Martinez (Item 3b.8) is warranted because the director serves on more than five public company boards and is therefore considered overboarded under Social Advisory Services policy. A vote AGAINST the remaining non-independent nominees presented under Items 3b.1-3b.7 is warranted because although the company has disclosed the names of its director nominees, the proposed board's overall level of independence fails to meet the growing expectations of institutional shareholders.</i></p>				
3e.1	Approve Remuneration of Directors in the Amount of MXN 90,000	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR these items is warranted because: * There are no known concerns over the compensation of the company's directors; and * The company disclosed the director remuneration proposals.</i></p>				
3e.2	Approve Remuneration of Operations Committee in the Amount of MXN 90,000	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR these items is warranted because: * There are no known concerns over the compensation of the company's directors; and * The company disclosed the director remuneration proposals.</i></p>				
3e.3	Approve Remuneration of Nominations and Compensations Committee in the Amount of MXN 90,000	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR these items is warranted because: * There are no known concerns over the compensation of the company's directors; and * The company disclosed the director remuneration proposals.</i></p>				
3e.4	Approve Remuneration of Audit Committee in the Amount of MXN 125,000	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR these items is warranted because: * There are no known concerns over the compensation of the company's directors; and * The company disclosed the director remuneration proposals.</i></p>				
3e.5	Approve Remuneration of Acquisitions and Contracts Committee in the Amount of MXN 30,000	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR these items is warranted because: * There are no known concerns over the compensation of the company's directors; and * The company disclosed the director remuneration proposals.</i></p>				

Grupo Aeroportuario del Sureste SA de CV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4a	Authorize Claudio R. Gongora Morales to Ratify and Execute Approved Resolutions	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these closing formalities is warranted because: * Approval of these items grant management authority to approve only items that have been approved by shareholders; and * Opposing this item could impact management's ability to execute on bona fide items that have been approved by shareholders.</i></p>					
4b	Authorize Rafael Robles Miaja to Ratify and Execute Approved Resolutions	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these closing formalities is warranted because: * Approval of these items grant management authority to approve only items that have been approved by shareholders; and * Opposing this item could impact management's ability to execute on bona fide items that have been approved by shareholders.</i></p>					
4c	Authorize Ana Maria Poblanno Chanona to Ratify and Execute Approved Resolutions	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these closing formalities is warranted because: * Approval of these items grant management authority to approve only items that have been approved by shareholders; and * Opposing this item could impact management's ability to execute on bona fide items that have been approved by shareholders.</i></p>					

Hong Kong Exchanges and Clearing Limited

Meeting Date: 04/24/2024 **Country:** Hong Kong **Ticker:** 388
Record Date: 04/18/2024 **Meeting Type:** Annual
Primary Security ID: Y3506N139

Shares Voted: 11,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<p><i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR this resolution is warranted.</i></p>					
2a	Elect Nicholas Charles Allen as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i></p>					
2b	Elect Cheung Ming Ming, Anna as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i></p>					
2c	Elect Zhang Yichen as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i></p>					
3	Approve PricewaterhouseCoopers as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the audit firm, its remuneration, and the way the audit was conducted.</i></p>					

Hong Kong Exchanges and Clearing Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Authorize Repurchase of Issued Share Capital	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted given the absence of any known issues concerning the proposed share repurchase.</i></p>					
5	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the general share issuance mandate is warranted for the following: * The share issuance limit does not exceed 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has specified a discount limit which is 10 percent for issuance for cash and non-cash consideration.</i></p>					

Inari Medical, Inc.

Meeting Date: 04/24/2024 **Country:** USA **Ticker:** NARI
Record Date: 02/28/2024 **Meeting Type:** Annual
Primary Security ID: 45332Y109

Shares Voted: 671

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Rebecca Chambers	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Donald (Don) Milder, Andrew (Drew) Hykes, Rebecca Chambers and William (Bill) Hoffman for lack of diversity on the board. Additionally, in the absence of Governance Committee members on the ballot, WITHHOLD votes are warranted for director nominees Donald (Don) Milder, Andrew (Drew) Hykes, Rebecca Chambers, and William (Bill) Hoffman given the board's failure to remove, or subject to a sunset requirement, the classified board and supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights.</i></p>					
1.2	Elect Director William Hoffman	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Donald (Don) Milder, Andrew (Drew) Hykes, Rebecca Chambers and William (Bill) Hoffman for lack of diversity on the board. Additionally, in the absence of Governance Committee members on the ballot, WITHHOLD votes are warranted for director nominees Donald (Don) Milder, Andrew (Drew) Hykes, Rebecca Chambers, and William (Bill) Hoffman given the board's failure to remove, or subject to a sunset requirement, the classified board and supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights.</i></p>					
1.3	Elect Director Andrew Hykes	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Donald (Don) Milder, Andrew (Drew) Hykes, Rebecca Chambers and William (Bill) Hoffman for lack of diversity on the board. Additionally, in the absence of Governance Committee members on the ballot, WITHHOLD votes are warranted for director nominees Donald (Don) Milder, Andrew (Drew) Hykes, Rebecca Chambers, and William (Bill) Hoffman given the board's failure to remove, or subject to a sunset requirement, the classified board and supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights.</i></p>					
1.4	Elect Director Donald Milder	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Donald (Don) Milder, Andrew (Drew) Hykes, Rebecca Chambers and William (Bill) Hoffman for lack of diversity on the board. Additionally, in the absence of Governance Committee members on the ballot, WITHHOLD votes are warranted for director nominees Donald (Don) Milder, Andrew (Drew) Hykes, Rebecca Chambers, and William (Bill) Hoffman given the board's failure to remove, or subject to a sunset requirement, the classified board and supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights.</i></p>					

Inari Medical, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Ratify BDO USA, P.C. as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				

Intesa Sanpaolo SpA

Meeting Date: 04/24/2024 **Country:** Italy **Ticker:** ISP
Record Date: 04/15/2024 **Meeting Type:** Annual/Special
Primary Security ID: T55067101

Shares Voted: 263,120

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

Intesa Sanpaolo SpA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3a	Authorize Share Repurchase Program	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because the company has provided a valid rationale in support of these proposals and the underlying distribution policy is backed by Intesa Sanpaolo's positive results and robust capital structure.</i>					
3b	Authorize Share Repurchase Program and Reissuance of Repurchased Shares to Service Incentive Plans	Mgmt	For	For	For
<i>Voting Policy Rationale: These item warrants a vote FOR because the company pay practices during 2023 do not raise material concerns, though there is room for improvement of the retrospective information on short-term variable pay.</i>					
3c	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For	For
<i>Voting Policy Rationale: This item warrants a vote FOR because the proposed authorization is unproblematic.</i>					
	Extraordinary Business	Mgmt			
1	Authorize Cancellation of Shares without Reduction of Share Capital; Amend Article 5	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because the company has provided a valid rationale in support of these proposals and the underlying distribution policy is backed by Intesa Sanpaolo's positive results and robust capital structure.</i>					

Newmont Corporation

Meeting Date: 04/24/2024 **Country:** USA **Ticker:** NEM
Record Date: 02/27/2024 **Meeting Type:** Annual
Primary Security ID: 651639106

Shares Voted: 5,297

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Philip Aiken	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for the incumbent nominating committee members Gregory Boyce, Bruce Brook, Jane Nelson and Julio Quintana for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.2	Elect Director Gregory H. Boyce	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for the incumbent nominating committee members Gregory Boyce, Bruce Brook, Jane Nelson and Julio Quintana for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.3	Elect Director Bruce R. Brook	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for the incumbent nominating committee members Gregory Boyce, Bruce Brook, Jane Nelson and Julio Quintana for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.4	Elect Director Maura J. Clark	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for the incumbent nominating committee members Gregory Boyce, Bruce Brook, Jane Nelson and Julio Quintana for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

Newmont Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.5	Elect Director Emma FitzGerald	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for the incumbent nominating committee members Gregory Boyce, Bruce Brook, Jane Nelson and Julio Quintana for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Sally-Anne Layman	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for the incumbent nominating committee members Gregory Boyce, Bruce Brook, Jane Nelson and Julio Quintana for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Jose Manuel Madero	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for the incumbent nominating committee members Gregory Boyce, Bruce Brook, Jane Nelson and Julio Quintana for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Rene Medori	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for the incumbent nominating committee members Gregory Boyce, Bruce Brook, Jane Nelson and Julio Quintana for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director Jane Nelson	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for the incumbent nominating committee members Gregory Boyce, Bruce Brook, Jane Nelson and Julio Quintana for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.10	Elect Director Thomas R. Palmer	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for the incumbent nominating committee members Gregory Boyce, Bruce Brook, Jane Nelson and Julio Quintana for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.11	Elect Director Julio M. Quintana	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for the incumbent nominating committee members Gregory Boyce, Bruce Brook, Jane Nelson and Julio Quintana for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.12	Elect Director Susan N. Story	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for the incumbent nominating committee members Gregory Boyce, Bruce Brook, Jane Nelson and Julio Quintana for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time. The annual incentives were entirely based on corporate goals and the LTI program is predominantly performance based and utilizes multi-year measurement periods.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.43 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Reynolds Consumer Products Inc.

Meeting Date: 04/24/2024

Country: USA

Ticker: REYN

Record Date: 03/01/2024

Meeting Type: Annual

Primary Security ID: 76171L106

Shares Voted: 749

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Helen Golding	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for all director nominees because the board is not majority independent. WITHHOLD votes are also warranted for incumbent nominating committee member Helen Golding for lack of diversity on the board. WITHHOLD votes are further warranted for Helen Golding (i) for serving as a non-independent member of certain key board committees and (ii) as a Governance Committee member, given the board's failure to remove, or subject to a sunset requirement, the classified board and the pop-up supermajority vote requirement to enact changes to the governing documents, each of which adversely impacts shareholder rights.</i></p>				
1b	Elect Director Allen P. Hugli	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for all director nominees because the board is not majority independent. WITHHOLD votes are also warranted for incumbent nominating committee member Helen Golding for lack of diversity on the board. WITHHOLD votes are further warranted for Helen Golding (i) for serving as a non-independent member of certain key board committees and (ii) as a Governance Committee member, given the board's failure to remove, or subject to a sunset requirement, the classified board and the pop-up supermajority vote requirement to enact changes to the governing documents, each of which adversely impacts shareholder rights.</i></p>				
1c	Elect Director Christine Montenegro McGrath	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for all director nominees because the board is not majority independent. WITHHOLD votes are also warranted for incumbent nominating committee member Helen Golding for lack of diversity on the board. WITHHOLD votes are further warranted for Helen Golding (i) for serving as a non-independent member of certain key board committees and (ii) as a Governance Committee member, given the board's failure to remove, or subject to a sunset requirement, the classified board and the pop-up supermajority vote requirement to enact changes to the governing documents, each of which adversely impacts shareholder rights.</i></p>				
2	Amend Certificate of Incorporation to Allow the Exculpation of Officers	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted, as the company is controlled and decisions regarding the company's response to shareholder litigation would be made by a board that lacks accountability.</i></p>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i></p>				
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; and * The company maintains an auto-accelerated equity vesting change-in-control provision.</i></p>				

Summerset Group Holdings Limited

Meeting Date: 04/24/2024

Country: New Zealand

Ticker: SUM

Record Date: 04/22/2024

Meeting Type: Annual

Primary Security ID: Q8794G109

Summerset Group Holdings Limited

Shares Voted: 1,278,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Authorize Board to Fix Remuneration of the Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because no corporate governance concerns have been identified in relation to the fees paid to the auditor.</i>				
2	Elect Marie Bismark as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the re-election of Marie Bismark is warranted. Her presence supports the continued composition of a majority independent board and no material concerns have been identified regarding board and committee composition resulting from her nomination. Nevertheless, some shareholders will note that she is a member of the combined remuneration and nomination committee and concerns are raised with regard to the absence of specific and quantified targets in the STI plan.</i>				
3	Approve the Increase in Directors' Fee Pool	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the increase in the maximum aggregate NED remuneration is warranted because: * The proposed increase in individual director fees is reasonable and the company's financial performance and position at year end do not indicate any material concerns. * The current level of fees paid to NEDs and the chairman are not excessive and observed to be below the average of fees in the largest NZX-listed market cap peer group of companies in the NZ\$1.50 billion to NZ\$3.70 billion range.</i>				

Teledyne Technologies Incorporated

Meeting Date: 04/24/2024

Country: USA

Ticker: TDY

Record Date: 03/01/2024

Meeting Type: Annual

Primary Security ID: 879360105

Shares Voted: 1,124

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Denise R. Singleton	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Simon Lorne, Denise Singleton and Wesley von Schack is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.2	Elect Director Simon M. Lorne	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Simon Lorne, Denise Singleton and Wesley von Schack is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.3	Elect Director Vincent J. Morales	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Simon Lorne, Denise Singleton and Wesley von Schack is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.4	Elect Director Wesley W. von Schack	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Simon Lorne, Denise Singleton and Wesley von Schack is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 21.96 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Teledyne Technologies Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; and * The company maintains an auto-accelerated equity vesting change-in-control provision.</i></p>					
4	Declassify the Board of Directors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as it would enhance board accountability to shareholders and demonstrates a commitment to shareholders' interests on the part of management.</i></p>					
5	Amend Certificate of Incorporation to Provide for Officer Exculpation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i></p>					
6	Adopt Simple Majority Vote	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted given that elimination of the supermajority vote requirement would enhance shareholder rights.</i></p>					

The Cigna Group

Meeting Date: 04/24/2024 **Country:** USA **Ticker:** CI
Record Date: 03/05/2024 **Meeting Type:** Annual
Primary Security ID: 125523100

Shares Voted: 602

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director David M. Cordani	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William (Bill) DeLaney, Elder Granger, Mark McClellan, and Donna Zarcone is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director William J. DeLaney	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William (Bill) DeLaney, Elder Granger, Mark McClellan, and Donna Zarcone is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director Eric J. Foss	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William (Bill) DeLaney, Elder Granger, Mark McClellan, and Donna Zarcone is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1d	Elect Director Elder Granger	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William (Bill) DeLaney, Elder Granger, Mark McClellan, and Donna Zarcone is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

The Cigna Group

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1e	Elect Director Neesha Hathi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William (Bill) DeLaney, Elder Granger, Mark McClellan, and Donna Zarcone is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director George Kurian	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William (Bill) DeLaney, Elder Granger, Mark McClellan, and Donna Zarcone is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Kathleen M. Mazzarella	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William (Bill) DeLaney, Elder Granger, Mark McClellan, and Donna Zarcone is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Mark B. McClellan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William (Bill) DeLaney, Elder Granger, Mark McClellan, and Donna Zarcone is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Philip O. Ozuah	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William (Bill) DeLaney, Elder Granger, Mark McClellan, and Donna Zarcone is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Kimberly A. Ross	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William (Bill) DeLaney, Elder Granger, Mark McClellan, and Donna Zarcone is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Eric C. Wiseman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William (Bill) DeLaney, Elder Granger, Mark McClellan, and Donna Zarcone is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director Donna F. Zarcone	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William (Bill) DeLaney, Elder Granger, Mark McClellan, and Donna Zarcone is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: After a review of the company's compensation program and practices, a vote FOR this proposal is warranted, as pay is reasonably aligned with performance at this time.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.38 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Lowering the ownership threshold from 25 percent to 15 percent would improve shareholders' ability to use the special meeting right.</i>				

The Cigna Group

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Report on Risks Created by the Company's Diversity, Equity, and Inclusion Efforts	SH	Against	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this resolution is warranted as the company provides adequate disclosure related to its diversity, equity and inclusion efforts and its management of related risks.</i></p>					

The Goldman Sachs Group, Inc.

Meeting Date: 04/24/2024 **Country:** USA **Ticker:** GS
Record Date: 02/26/2024 **Meeting Type:** Annual
Primary Security ID: 38141G104

Shares Voted: 2,387

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Michele Burns	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Viniar, M. Michele Burns, Mark Flaherty, Kimberley Harris, Kevin Johnson, Ellen Kullman, Lakshmi Mittal, Peter Oppenheimer, and Jan Tighe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Mark Flaherty	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Viniar, M. Michele Burns, Mark Flaherty, Kimberley Harris, Kevin Johnson, Ellen Kullman, Lakshmi Mittal, Peter Oppenheimer, and Jan Tighe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director Kimberley Harris	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Viniar, M. Michele Burns, Mark Flaherty, Kimberley Harris, Kevin Johnson, Ellen Kullman, Lakshmi Mittal, Peter Oppenheimer, and Jan Tighe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1d	Elect Director Kevin Johnson	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Viniar, M. Michele Burns, Mark Flaherty, Kimberley Harris, Kevin Johnson, Ellen Kullman, Lakshmi Mittal, Peter Oppenheimer, and Jan Tighe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1e	Elect Director Ellen Kullman	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Viniar, M. Michele Burns, Mark Flaherty, Kimberley Harris, Kevin Johnson, Ellen Kullman, Lakshmi Mittal, Peter Oppenheimer, and Jan Tighe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1f	Elect Director Lakshmi Mittal	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Viniar, M. Michele Burns, Mark Flaherty, Kimberley Harris, Kevin Johnson, Ellen Kullman, Lakshmi Mittal, Peter Oppenheimer, and Jan Tighe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1g	Elect Director Thomas Montag	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Viniar, M. Michele Burns, Mark Flaherty, Kimberley Harris, Kevin Johnson, Ellen Kullman, Lakshmi Mittal, Peter Oppenheimer, and Jan Tighe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1h	Elect Director Peter Oppenheimer	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Viniar, M. Michele Burns, Mark Flaherty, Kimberley Harris, Kevin Johnson, Ellen Kullman, Lakshmi Mittal, Peter Oppenheimer, and Jan Tighe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

The Goldman Sachs Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1i	Elect Director David Solomon	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Viniar, M. Michele Burns, Mark Flaherty, Kimberley Harris, Kevin Johnson, Ellen Kullman, Lakshmi Mittal, Peter Oppenheimer, and Jan Tighe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Jan Tighe	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Viniar, M. Michele Burns, Mark Flaherty, Kimberley Harris, Kevin Johnson, Ellen Kullman, Lakshmi Mittal, Peter Oppenheimer, and Jan Tighe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director David Viniar	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Viniar, M. Michele Burns, Mark Flaherty, Kimberley Harris, Kevin Johnson, Ellen Kullman, Lakshmi Mittal, Peter Oppenheimer, and Jan Tighe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, with caution. The discretionary nature of incentive award determinations along with a lack of certain key disclosures continues to raise some concern. However, these concerns have not contributed to a quantitative pay-for-performance misalignment. Additionally, financial metrics considered under the scorecard assessment were largely consistent with the prior year and LTI awards are entirely based on clearly-disclosed multi-year goals. A quantitative pay-for-performance misalignment going forward may be met with increased scrutiny of pay program structure and disclosures.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.05 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Require Independent Board Chair	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the importance of having an independent chairman of the board.</i>				
5	Report on Lobbying Payments and Policy	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as additional disclosure of the company's direct and indirect lobbying payments would help shareholders better assess the risks and benefits associated with the company's participation in the public policy process.</i>				
6	Report on Efforts to Prevent Discrimination	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as additional disclosure would further enhance shareholders' ability to assess the effectiveness of the company's efforts to prevent harassment and discrimination and how the company is managing associated risks.</i>				
7	Issue Environmental Justice Report	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as additional disclosure would enhance shareholders' ability evaluate whether the company is adequately managing environmental justice related risks, as well as adequately track progress on these issues.</i>				
8	Report on Clean Energy Supply Financing Ratio	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR the resolution asking for the bank to publish its clean energy financing ratio is warranted as it will give shareholders increased information on how the bank is progressing on its goal to align its financing activities with a net zero by 2050 pathway, its fossil fuel policy, and actions regarding corporate responsibility.</i>				

The Goldman Sachs Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
9	Review Proxy Voting Record and Policies Related to Climate Change and Diversity	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted. The requested report would benefit shareholders by allowing them to assess the company's policies and proxy voting practices on diversity and climate change-related issues, as well as providing a better understanding of the company's policy positions on such topics. Additional information regarding the potential risks of misalignment between the company's proxy voting policies and practices as well as the company's strategies for addressing those issues would further complement the company's commitments. .</i></p>					
10	Restrict spending on climate change-related analysis or actions	SH	Against	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted, as the company provides shareholders with sufficient information on how it assesses the costs and opportunities associated with its net zero goal.</i></p>					
11	Report on Pay Equity	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted. The requested adjusted and unadjusted median pay gap statistics would allow shareholders to evaluate and measure the company's progress towards reducing pay inequities more fully and further strengthen the company's existing diversity initiatives.</i></p>					
12	Adopt Director Election Resignation Bylaw *Withdrawn Resolution*	SH			
<p><i>Voting Policy Rationale: This resolution has been withdrawn and the vote recommendation is NONE.</i></p>					

The PNC Financial Services Group, Inc.

Meeting Date: 04/24/2024 **Country:** USA **Ticker:** PNC
Record Date: 02/02/2024 **Meeting Type:** Annual
Primary Security ID: 693475105

Shares Voted: 1,403

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Joseph Alvarado	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrew Feldstein, Richard Harshman, Daniel (Dan) Hesse, Renu Khator, and Marjorie Rodgers Cheshire is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Debra A. Cafaro	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrew Feldstein, Richard Harshman, Daniel (Dan) Hesse, Renu Khator, and Marjorie Rodgers Cheshire is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director Marjorie Rodgers Cheshire	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrew Feldstein, Richard Harshman, Daniel (Dan) Hesse, Renu Khator, and Marjorie Rodgers Cheshire is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1d	Elect Director William S. Demchak	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrew Feldstein, Richard Harshman, Daniel (Dan) Hesse, Renu Khator, and Marjorie Rodgers Cheshire is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

The PNC Financial Services Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1e	Elect Director Andrew T. Feldstein	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrew Feldstein, Richard Harshman, Daniel (Dan) Hesse, Renu Khator, and Marjorie Rodgers Cheshire is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Richard J. Harshman	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrew Feldstein, Richard Harshman, Daniel (Dan) Hesse, Renu Khator, and Marjorie Rodgers Cheshire is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Daniel R. Hesse	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrew Feldstein, Richard Harshman, Daniel (Dan) Hesse, Renu Khator, and Marjorie Rodgers Cheshire is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Renu Khator	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrew Feldstein, Richard Harshman, Daniel (Dan) Hesse, Renu Khator, and Marjorie Rodgers Cheshire is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Linda R. Medler	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrew Feldstein, Richard Harshman, Daniel (Dan) Hesse, Renu Khator, and Marjorie Rodgers Cheshire is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Robert A. Niblock	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrew Feldstein, Richard Harshman, Daniel (Dan) Hesse, Renu Khator, and Marjorie Rodgers Cheshire is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Martin Pfinsgraff	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrew Feldstein, Richard Harshman, Daniel (Dan) Hesse, Renu Khator, and Marjorie Rodgers Cheshire is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director Bryan S. Salesky	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrew Feldstein, Richard Harshman, Daniel (Dan) Hesse, Renu Khator, and Marjorie Rodgers Cheshire is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, with caution. The framework for determining total incentive pay incorporates a significant degree of discretion, is complex, and lacks transparency and key disclosures. However, these issues have not resulted in a quantitative pay-for-performance misalignment for the year in review.</i>				
4	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that the purchase price and the number of shares reserved are reasonable, and the offering period is within the limits prescribed by Section 423 of the Internal Revenue Code.</i>				

The PNC Financial Services Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Report on Risk Management and Implementation of Human Rights Statement	SH	Against	For	For

Voting Policy Rationale: A vote FOR this proposal is warranted, as additional information regarding the company's human rights due diligence process would allow shareholders to assess the effectiveness of its implementation of the Human Rights Statement in its operations and to better gauge how the company is managing human rights related risks.

UBS Group AG

Meeting Date: 04/24/2024 **Country:** Switzerland **Ticker:** UBSG
Record Date: 04/17/2024 **Meeting Type:** Annual
Primary Security ID: H42097107

Shares Voted: 25,432

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
2	Approve Remuneration Report	Mgmt	For	For	For
3	Approve Sustainability Report	Mgmt	For	For	For
4	Approve Allocation of Income and Dividends of USD 0.70 per Share	Mgmt	For	For	For
5	Approve Creation of USD 70 Million Pool of Conditional Capital without Preemptive Rights	Mgmt	For	For	For
6	Approve Discharge of Board and Senior Management	Mgmt	For	For	For
7.1	Reelect Colm Kelleher as Director and Board Chair	Mgmt	For	For	For

Voting Policy Rationale: A vote FOR the annual accounts, annual report, and auditor's report for the fiscal year in review is warranted.

Voting Policy Rationale: There are some concerns regarding ex-post target disclosure and an elevated rate of (potential) equity dilution, although the latter largely results from the merger. However, a vote FOR the remuneration report is warranted at this time as the company's remuneration practices are broadly in-line with market practice.

Voting Policy Rationale: A vote FOR the approval of the company's non-financial report is warranted due to a lack of significant concerns.

Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.

Voting Policy Rationale: A vote FOR this proposal is warranted, although the following concern is noted: If the relevant trigger event or viability event were to occur and this conversion capital is issued, this would result in a dilution for current shareholders. The main reasons for support are: These shares may only be used to reinforce the equity base and to prevent or overcome a crisis, which appears highly unlikely considering the company's current capital ratio. The board has provided a compelling rationale for this proposal in the context of investor expectations regarding these instruments.

Voting Policy Rationale: A vote FOR the formal discharge of the board of directors and senior management is warranted, as there is no evidence that the board and senior management have not fulfilled their fiduciary duties.

Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7.2	Reelect Lukas Gaehwiler as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
7.3	Reelect Jeremy Anderson as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
7.4	Reelect Claudia Boeckstiegel as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
7.5	Reelect William Dudley as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
7.6	Reelect Patrick Firmenich as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
7.7	Reelect Fred Hu as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
7.8	Reelect Mark Hughes as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
7.9	Reelect Nathalie Rachou as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
7.10	Reelect Julie Richardson as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
7.11	Reelect Jeanette Wong as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
7.12	Elect Gail Kelly as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
8.1	Reappoint Julie Richardson as Chairperson of the Compensation Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8.2	Reappoint Jeanette Wong as Member of the Compensation Committee	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>					
8.3	Appoint Fred Hu as Member of the Compensation Committee	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>					
9.1	Approve Additional Remuneration of Directors in the Amount of CHF 2.2 Million for the Period from 2023 AGM until 2024 AGM	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these resolutions are warranted because the proposed amounts have been well explained and do not raise significant concerns at this time.</i>					
9.2	Approve Remuneration of Directors in the Amount of CHF 16.5 Million for the Period from 2024 AGM until 2025 AGM	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these resolutions are warranted because the proposed amounts have been well explained and do not raise significant concerns at this time.</i>					
9.3	Approve Variable Remuneration of Executive Committee in the Amount of CHF 108.3 Million	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these items are warranted because the proposals are broadly in line with market practice and do not give rise to any significant concerns.</i>					
9.4	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 33 Million	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these items are warranted because the proposals are broadly in line with market practice and do not give rise to any significant concerns.</i>					
10.1	Designate ADB Altorfer Duss & Beilstein AG as Independent Proxy	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concerns.</i>					
10.2	Ratify Ernst & Young AG as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>					
10.3	Ratify BDO AG as Special Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the ratification of the special auditor is warranted as this is a routine item.</i>					
11	Transact Other Business (Voting)	Mgmt	None	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted because: This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.</i>					

Meeting Date: 04/24/2024

Country: USA

Ticker: GWW

Record Date: 03/04/2024

Meeting Type: Annual

Primary Security ID: 384802104

Shares Voted: 1,190

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Rodney C. Adkins	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stuart Levenick, Rodney (Rod) Adkins, Katherine Jaspon, Neil Novich, Beatriz (Bea) Perez, E. Scott Santi, Susan Slavik Williams, Lucas Watson and Steven White is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director George S. Davis	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stuart Levenick, Rodney (Rod) Adkins, Katherine Jaspon, Neil Novich, Beatriz (Bea) Perez, E. Scott Santi, Susan Slavik Williams, Lucas Watson and Steven White is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Katherine D. Jaspon	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stuart Levenick, Rodney (Rod) Adkins, Katherine Jaspon, Neil Novich, Beatriz (Bea) Perez, E. Scott Santi, Susan Slavik Williams, Lucas Watson and Steven White is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Christopher J. Klein	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stuart Levenick, Rodney (Rod) Adkins, Katherine Jaspon, Neil Novich, Beatriz (Bea) Perez, E. Scott Santi, Susan Slavik Williams, Lucas Watson and Steven White is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Stuart L. Levenick	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stuart Levenick, Rodney (Rod) Adkins, Katherine Jaspon, Neil Novich, Beatriz (Bea) Perez, E. Scott Santi, Susan Slavik Williams, Lucas Watson and Steven White is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director D.G. Macpherson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stuart Levenick, Rodney (Rod) Adkins, Katherine Jaspon, Neil Novich, Beatriz (Bea) Perez, E. Scott Santi, Susan Slavik Williams, Lucas Watson and Steven White is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Cindy J. Miller	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stuart Levenick, Rodney (Rod) Adkins, Katherine Jaspon, Neil Novich, Beatriz (Bea) Perez, E. Scott Santi, Susan Slavik Williams, Lucas Watson and Steven White is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Neil S. Novich	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stuart Levenick, Rodney (Rod) Adkins, Katherine Jaspon, Neil Novich, Beatriz (Bea) Perez, E. Scott Santi, Susan Slavik Williams, Lucas Watson and Steven White is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Beatriz R. Perez	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stuart Levenick, Rodney (Rod) Adkins, Katherine Jaspon, Neil Novich, Beatriz (Bea) Perez, E. Scott Santi, Susan Slavik Williams, Lucas Watson and Steven White is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director E. Scott Santi	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stuart Levenick, Rodney (Rod) Adkins, Katherine Jaspon, Neil Novich, Beatriz (Bea) Perez, E. Scott Santi, Susan Slavik Williams, Lucas Watson and Steven White is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

W.W. Grainger, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1k	Elect Director Susan Slavik Williams	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stuart Levenick, Rodney (Rod) Adkins, Katherine Jaspon, Neil Novich, Beatriz (Bea) Perez, E. Scott Santi, Susan Slavik Williams, Lucas Watson and Steven White is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director Lucas E. Watson	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stuart Levenick, Rodney (Rod) Adkins, Katherine Jaspon, Neil Novich, Beatriz (Bea) Perez, E. Scott Santi, Susan Slavik Williams, Lucas Watson and Steven White is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1m	Elect Director Steven A. White	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stuart Levenick, Rodney (Rod) Adkins, Katherine Jaspon, Neil Novich, Beatriz (Bea) Perez, E. Scott Santi, Susan Slavik Williams, Lucas Watson and Steven White is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 6.39 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Although some concerns are noted regarding the lack of disclosure of forward-looking performance targets underlying the PSU awards, the majority of pay is conditioned on objective performance metrics, and CEO pay is aligned with company performance.</i>				

Admiral Group Plc

Meeting Date: 04/25/2024 **Country:** United Kingdom **Ticker:** ADM
Record Date: 04/23/2024 **Meeting Type:** Annual
Primary Security ID: G0110T106

Shares Voted: 6,289

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>				
2	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted, although it is not without concern for shareholders because: * EDs are to receive salary increases at levels aligned with or above those received by the wider workforce. The main reasons for support are: * ED's salaries do not stand out as excessive against peers; * No other material concerns with the Company's remuneration practices during the year under review have been identified.</i>				

Admiral Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Remuneration Policy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted, although it is not without concern for shareholders because: * The Company is transitioning from its DFSS Bonus arrangement to an annual bonus under which maximum opportunity for EDs will be at 200% of salary. The Company has provided limited rationale for the change, and it already has a competitively positioned maximum LTIP opportunity standing at a maximum of 500% of salary. The main reasons for support are: * The introduction of the annual bonus aligns the Company's practices with more typical market practice, and dividend equivalent shares are not an atypical arrangement in LTIPs. * In practice, over the last two years, the opportunity at grant under LTIP awards has not been above 300% of base salary.</i>				
4	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
5	Re-elect Michael Rogers as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael (Mike) Rogers, Justine Roberts, and William (Bill) Roberts is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
6	Re-elect Milena Mondini-de-Focatiis as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael (Mike) Rogers, Justine Roberts, and William (Bill) Roberts is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
7	Re-elect Geraint Jones as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael (Mike) Rogers, Justine Roberts, and William (Bill) Roberts is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
8	Re-elect Evelyn Bourke as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael (Mike) Rogers, Justine Roberts, and William (Bill) Roberts is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
9	Re-elect Michael Brierley as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael (Mike) Rogers, Justine Roberts, and William (Bill) Roberts is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
10	Re-elect Andrew Crossley as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael (Mike) Rogers, Justine Roberts, and William (Bill) Roberts is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
11	Re-elect Karen Green as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael (Mike) Rogers, Justine Roberts, and William (Bill) Roberts is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
12	Elect Fiona Muldoon as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael (Mike) Rogers, Justine Roberts, and William (Bill) Roberts is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Admiral Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
13	Re-elect Jayaprakasa Rangaswami as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael (Mike) Rogers, Justine Roberts, and William (Bill) Roberts is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
14	Re-elect Justine Roberts as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael (Mike) Rogers, Justine Roberts, and William (Bill) Roberts is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
15	Re-elect William Roberts as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael (Mike) Rogers, Justine Roberts, and William (Bill) Roberts is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
16	Reappoint Deloitte LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as no significant concerns have been identified.</i>				
17	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.2 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
18	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				
19	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
20	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
21	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
22	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				
23	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>				

Advanced Energy Industries, Inc.

Meeting Date: 04/25/2024

Country: USA

Ticker: AEIS

Record Date: 03/05/2024

Meeting Type: Annual

Primary Security ID: 007973100

Shares Voted: 213

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Grant H. Beard	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Anne DeSanto, Tina Donikowski, Lanesha Minnix and John Roush for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Frederick A. Ball	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Anne DeSanto, Tina Donikowski, Lanesha Minnix and John Roush for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Anne T. DeSanto	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Anne DeSanto, Tina Donikowski, Lanesha Minnix and John Roush for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Tina M. Donikowski	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Anne DeSanto, Tina Donikowski, Lanesha Minnix and John Roush for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Ronald C. Foster	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Anne DeSanto, Tina Donikowski, Lanesha Minnix and John Roush for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Stephen D. Kelley	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Anne DeSanto, Tina Donikowski, Lanesha Minnix and John Roush for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Lanesha T. Minnix	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Anne DeSanto, Tina Donikowski, Lanesha Minnix and John Roush for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director David W. Reed	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Anne DeSanto, Tina Donikowski, Lanesha Minnix and John Roush for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director John A. Roush	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Anne DeSanto, Tina Donikowski, Lanesha Minnix and John Roush for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.10	Elect Director Brian M. Shirley	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Anne DeSanto, Tina Donikowski, Lanesha Minnix and John Roush for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Advanced Energy Industries, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 15.17 percent of the fees paid to the auditor are for non-audit purposes.</i>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>					
4	Amend Certificate of Incorporation to Provide for the Exculpation of Certain Officers	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i>					

Akzo Nobel NV

Meeting Date: 04/25/2024 **Country:** Netherlands **Ticker:** AKZA
Record Date: 03/28/2024 **Meeting Type:** Annual
Primary Security ID: N01803308

Shares Voted: 22,815

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Annual Meeting Agenda	Mgmt			
	Open Meeting	Mgmt			
<i>Voting Policy Rationale: No vote is required for this item.</i>					
2a	Receive Report of Management Board (Non-Voting)	Mgmt			
<i>Voting Policy Rationale: No vote is required for this item.</i>					
2b	Discussion on Company's Corporate Governance Structure	Mgmt			
<i>Voting Policy Rationale: This is a non-voting item.</i>					
3a	Adopt Financial Statements	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because of the absence of concern with the company's audit procedures or its auditors.</i>					
3b	Discuss on the Company's Dividend Policy	Mgmt			
<i>Voting Policy Rationale: This is a non-voting item</i>					
3c	Approve Allocation of Income and Dividends	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this allocation of income proposal is warranted because the proposed payout ratio is adequate without being excessive.</i>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3d	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A qualified vote FOR is warranted as the proposed remuneration report is broadly in line with market practice, regarding actual content and disclosure. We do, however, note some concerns regarding the lagging disclosure of the non-financial metrics under the STIP and the significant decrease in setting of threshold for STI metric adjusted OPI. We furthermore note that the company has made efforts in improving disclosure standards on non-financial performance assessment under the STI. This improvement is in response to last year's concerns and demonstrate the board's responsiveness.</i>				
4a	Approve Discharge of Management Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because of the absence of any information about significant and compelling controversies that the management board and/or supervisory board are not fulfilling their fiduciary duties.</i>				
4b	Approve Discharge of Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because of the absence of any information about significant and compelling controversies that the management board and/or supervisory board are not fulfilling their fiduciary duties.</i>				
5a	Amend Remuneration Policy of Management Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted as the proposed amendment(s) as well as the overall structure of the remuneration policy are considered to be in line with market practice and no further concerns were identified. However, as in previous years, some level of concern is raised with regard to the company not defining how it will measure 'ESG' in the remuneration policy. However, the concern is mitigated by the detailed disclosure present in the remuneration report.</i>				
5b	Amend Remuneration Policy for Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted, since there is no evidence of excessiveness on the part of the supervisory board regarding this remuneration proposal. BACKGROUND INFORMATION Policies: Approve Remuneration of Directors and/or Committee Members</i>				
6a	Elect J.M. de Bakker to Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent director nominee Byron Grote is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
6b	Elect U. Wolf to Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent director nominee Byron Grote is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
6c	Elect W.A. Kolk to Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent director nominee Byron Grote is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
6d	Reelect B.E. Grote to Supervisory Board	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent director nominee Byron Grote is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
7a	Grant Board Authority to Issue Shares Up to 10 Percent of Issued Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because it is in line with commonly used safeguards regarding volume and duration.</i>				
7b	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because it is in line with commonly used safeguards regarding volume and duration.</i>				

Akzo Nobel NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is warranted because: * This proposal is in line with commonly used safeguards regarding volume and pricing; * The authorization would allow Akzo Nobel to repurchase up to 10.00 percent of the issued share capital; and * The authorization would allow the company to repurchase shares for less or up to 110 percent of the share price prior to the repurchase.</i></p>					
9	Authorize Cancellation of Repurchased Shares	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is warranted because the cancellation of shares is in shareholders' interests.</i></p>					
10	Close Meeting	Mgmt			
<p><i>Voting Policy Rationale: No vote is required for this item.</i></p>					

Banque Cantonale Vaudoise

Meeting Date: 04/25/2024 **Country:** Switzerland **Ticker:** BCVN
Record Date: 04/05/2024 **Meeting Type:** Annual
Primary Security ID: H04825354

Shares Voted: 3,356

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Open Meeting	Mgmt			
<p><i>Voting Policy Rationale: These are non-voting items.</i></p>					
2	Receive Executive Management Report (Non-Voting)	Mgmt			
<p><i>Voting Policy Rationale: These are non-voting items.</i></p>					
3.1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the annual accounts, annual report, and auditor's report for the fiscal year in review is warranted.</i></p>					
3.2	Approve Non-Financial Report	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the approval of the company's non-financial report is warranted due to a lack of significant concerns.</i></p>					
4	Approve Allocation of Income and Dividends of CHF 4.30 per Share	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i></p>					
5.1	Approve Fixed Remuneration of Directors in the Amount of CHF 1.4 Million	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount is in line with market practice.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5.2	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 5.8 Million	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Items 5.2 and 5.4 Votes FOR these items are warranted because the proposals appear to be in line with market practice and do not raise significant concerns. Item 5.3 A cautious vote FOR this item is warranted because the proposal appears broadly reflective of results and pay and performance appear reasonably aligned at this time. However, it is not without concern: * There are limited ex-post disclosures to explain the evolution of variable payouts versus company performance. As such, specific performance achievements underlying the requested amount are somewhat unclear.</i></p>					
5.3	Approve Variable Remuneration of Executive Committee in the Amount of CHF 4.7 Million	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Items 5.2 and 5.4 Votes FOR these items are warranted because the proposals appear to be in line with market practice and do not raise significant concerns. Item 5.3 A cautious vote FOR this item is warranted because the proposal appears broadly reflective of results and pay and performance appear reasonably aligned at this time. However, it is not without concern: * There are limited ex-post disclosures to explain the evolution of variable payouts versus company performance. As such, specific performance achievements underlying the requested amount are somewhat unclear.</i></p>					
5.4	Approve Long-Term Variable Remuneration of Executive Committee in Form of 11,336 Shares	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Items 5.2 and 5.4 Votes FOR these items are warranted because the proposals appear to be in line with market practice and do not raise significant concerns. Item 5.3 A cautious vote FOR this item is warranted because the proposal appears broadly reflective of results and pay and performance appear reasonably aligned at this time. However, it is not without concern: * There are limited ex-post disclosures to explain the evolution of variable payouts versus company performance. As such, specific performance achievements underlying the requested amount are somewhat unclear.</i></p>					
6	Approve Discharge of Board and Senior Management	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the formal discharge of the board of directors and senior management is warranted, as there is no evidence that the board and senior management have not fulfilled their fiduciary duties.</i></p>					
7.1	Amend Articles Re: General Meetings (Incl. Approval of Virtual-Only or Hybrid Shareholder Meetings)	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Item 7.1: A vote AGAINST the proposed article amendments is warranted because: * The ownership threshold for shareholders to submit agenda items will increase from currently 0.035 percent of the share capital to 0.5 percent of the share capital. * They would mandate that shareholders submit certain questions to the board of directors in writing 'sufficiently in advance of the AGM' to allow the board to prepare responses and would furthermore give the chair the right to decline questions at the general meeting and respond at a later time, which is considered a significant imposition on shareholder rights. * They would allow for virtual-only shareholder meetings on a permanent basis without a sufficient and detailed rationale. * The company has bundled a set of amendments affecting shareholder rights that could have been submitted for shareholder approval under separate resolutions, presenting shareholders with an all-or-nothing choice. Items 7.2-7.3: Votes FOR the proposed article amendments are warranted because they are overall non-contentious in nature and largely reflect amendments in line with new Swiss statutory requirements.</i></p>					
7.2	Amend Articles Re: Shares and Share Capital; Board of Directors; Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Item 7.1: A vote AGAINST the proposed article amendments is warranted because: * The ownership threshold for shareholders to submit agenda items will increase from currently 0.035 percent of the share capital to 0.5 percent of the share capital. * They would mandate that shareholders submit certain questions to the board of directors in writing 'sufficiently in advance of the AGM' to allow the board to prepare responses and would furthermore give the chair the right to decline questions at the general meeting and respond at a later time, which is considered a significant imposition on shareholder rights. * They would allow for virtual-only shareholder meetings on a permanent basis without a sufficient and detailed rationale. * The company has bundled a set of amendments affecting shareholder rights that could have been submitted for shareholder approval under separate resolutions, presenting shareholders with an all-or-nothing choice. Items 7.2-7.3: Votes FOR the proposed article amendments are warranted because they are overall non-contentious in nature and largely reflect amendments in line with new Swiss statutory requirements.</i></p>					

Banque Cantonale Vaudoise

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7.3	Amend Articles Re: Age Limit for Board and Senior Management	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Item 7.1: A vote AGAINST the proposed article amendments is warranted because: * The ownership threshold for shareholders to submit agenda items will increase from currently 0.035 percent of the share capital to 0.5 percent of the share capital. * They would mandate that shareholders submit certain questions to the board of directors in writing 'sufficiently in advance of the AGM' to allow the board to prepare responses and would furthermore give the chair the right to decline questions at the general meeting and respond at a later time, which is considered a significant imposition on shareholder rights. * They would allow for virtual-only shareholder meetings on a permanent basis without a sufficient and detailed rationale. * The company has bundled a set of amendments affecting shareholder rights that could have been submitted for shareholder approval under separate resolutions, presenting shareholders with an all-or-nothing choice. Items 7.2-7.3: Votes FOR the proposed article amendments are warranted because they are overall non-contentious in nature and largely reflect amendments in line with new Swiss statutory requirements.</i></p>					
8	Reelect Jack Clemons as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominee John (Jack) Clemons is warranted for lack of diversity on the board.</i></p>					
9	Designate Christophe Wilhelm as Independent Proxy	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concerns.</i></p>					
10	Ratify PricewaterhouseCoopers AG as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i></p>					
11	Transact Other Business (Voting)	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST is warranted because: * This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and * The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.</i></p>					

Beazley Plc

Meeting Date: 04/25/2024

Country: United Kingdom

Ticker: BEZ

Record Date: 04/23/2024

Meeting Type: Annual

Primary Security ID: G0936K107

Shares Voted: 3,085

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i></p>					
2	Approve Remuneration Report	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is considered warranted, although it is not without concern: * Shareholders may question the robustness of the performance targets linked to LTIP awards in light of the increased award levels, in line with the shareholder-approved remuneration policy, as well as the introduction of an ESG target for FY2024 to "maintain" gender balance representation. The main reasons for support are: * The financial performance conditions of LTIP awards are considered to remain sufficiently stretching based on analyst forecasts; and * No other material concerns have been identified with the Company's remuneration practices during the year under review.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Interim Dividends	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is considered warranted because this is a routine item and no significant concerns have been identified.</i>				
4	Re-elect Rajesh Agrawal as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Clive Bannister, Pierre-Olivier Desaulle, Anthony (John) Reizenstein, and Cecilia Reyes Leuzinger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
5	Re-elect Clive Bannister as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Clive Bannister, Pierre-Olivier Desaulle, Anthony (John) Reizenstein, and Cecilia Reyes Leuzinger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
6	Re-elect Adrian Cox as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Clive Bannister, Pierre-Olivier Desaulle, Anthony (John) Reizenstein, and Cecilia Reyes Leuzinger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
7	Re-elect Pierre-Olivier Desaulle as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Clive Bannister, Pierre-Olivier Desaulle, Anthony (John) Reizenstein, and Cecilia Reyes Leuzinger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
8	Re-elect Nicola Hodson as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Clive Bannister, Pierre-Olivier Desaulle, Anthony (John) Reizenstein, and Cecilia Reyes Leuzinger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
9	Re-elect Sally Lake as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Clive Bannister, Pierre-Olivier Desaulle, Anthony (John) Reizenstein, and Cecilia Reyes Leuzinger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
10	Re-elect Fiona Muldoon as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Clive Bannister, Pierre-Olivier Desaulle, Anthony (John) Reizenstein, and Cecilia Reyes Leuzinger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
11	Re-elect John Reizenstein as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Clive Bannister, Pierre-Olivier Desaulle, Anthony (John) Reizenstein, and Cecilia Reyes Leuzinger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
12	Re-elect Cecilia Leuzinger as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Clive Bannister, Pierre-Olivier Desaulle, Anthony (John) Reizenstein, and Cecilia Reyes Leuzinger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
13	Re-elect Robert Stuchbery as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Clive Bannister, Pierre-Olivier Desaulle, Anthony (John) Reizenstein, and Cecilia Reyes Leuzinger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Beazley Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
14	Elect Carolyn Johnson as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Clive Bannister, Pierre-Olivier Desaulle, Anthony (John) Reizenstein, and Cecilia Reyes Leuzinger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
15	Reappoint EY as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is considered warranted as no significant concerns have been identified.</i>				
16	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 7.4 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
17	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
18	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
19	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is considered warranted because the proposed amount and duration are within recommended limits.</i>				
20	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is considered warranted. No issues of concern have been identified.</i>				

Bouygues SA

Meeting Date: 04/25/2024

Country: France

Ticker: EN

Record Date: 04/23/2024

Meeting Type: Annual/Special

Primary Security ID: F11487125

Shares Voted: 12,153

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

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

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

Bouygues SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
23	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For

Voting Policy Rationale: A vote FOR this routine item is warranted.

Celestica Inc.

Meeting Date: 04/25/2024 **Country:** Canada **Ticker:** CLS
Record Date: 03/08/2024 **Meeting Type:** Annual/Special
Primary Security ID: 15101Q108

Shares Voted: 504

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Meeting for Subordinate Voting Shareholders	Mgmt			
1.1	Elect Director Kulvinder (Kelly) Ahuja	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Michael (Mike) Wilson, Robert (Rob) Cascella, Deepak Chopra, Francoise Colpron, Jill Kale, Laurette Koellner, and Luis Muller for lack of diversity on the board. Vote FOR the remaining proposed nominees.</i>				
1.2	Elect Director Robert A. Cascella	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Michael (Mike) Wilson, Robert (Rob) Cascella, Deepak Chopra, Francoise Colpron, Jill Kale, Laurette Koellner, and Luis Muller for lack of diversity on the board. Vote FOR the remaining proposed nominees.</i>				
1.3	Elect Director Deepak Chopra	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Michael (Mike) Wilson, Robert (Rob) Cascella, Deepak Chopra, Francoise Colpron, Jill Kale, Laurette Koellner, and Luis Muller for lack of diversity on the board. Vote FOR the remaining proposed nominees.</i>				
1.4	Elect Director Francoise Colpron	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Michael (Mike) Wilson, Robert (Rob) Cascella, Deepak Chopra, Francoise Colpron, Jill Kale, Laurette Koellner, and Luis Muller for lack of diversity on the board. Vote FOR the remaining proposed nominees.</i>				
1.5	Elect Director Jill Kale	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Michael (Mike) Wilson, Robert (Rob) Cascella, Deepak Chopra, Francoise Colpron, Jill Kale, Laurette Koellner, and Luis Muller for lack of diversity on the board. Vote FOR the remaining proposed nominees.</i>				
1.6	Elect Director Laurette T. Koellner	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Michael (Mike) Wilson, Robert (Rob) Cascella, Deepak Chopra, Francoise Colpron, Jill Kale, Laurette Koellner, and Luis Muller for lack of diversity on the board. Vote FOR the remaining proposed nominees.</i>				
1.7	Elect Director Robert A. Mionis	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Michael (Mike) Wilson, Robert (Rob) Cascella, Deepak Chopra, Francoise Colpron, Jill Kale, Laurette Koellner, and Luis Muller for lack of diversity on the board. Vote FOR the remaining proposed nominees.</i>				

Celestica Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.8	Elect Director Luis A. Muller	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Michael (Mike) Wilson, Robert (Rob) Cascella, Deepak Chopra, Francoise Colpron, Jill Kale, Laurette Koellner, and Luis Muller for lack of diversity on the board. Vote FOR the remaining proposed nominees.</i>				
1.9	Elect Director Michael M. Wilson	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Michael (Mike) Wilson, Robert (Rob) Cascella, Deepak Chopra, Francoise Colpron, Jill Kale, Laurette Koellner, and Luis Muller for lack of diversity on the board. Vote FOR the remaining proposed nominees.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.81 percent of the total audit fees paid to the auditor are attributable to non-audit fees.</i>				
3	Authorize Board to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.81 percent of the total audit fees paid to the auditor are attributable to non-audit fees.</i>				
4	Advisory Vote on Executive Compensation Approach	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR this non-binding advisory vote as there are no significant issues at this time.</i>				
5	Eliminate Multiple Voting Shares and Re-designate Subordinate Voting Shares as Common Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR this resolution as no significant governance concerns have been identified in connection with the elimination of MVS and redesignation of SVS into common shares.</i>				
6	Amend By-Law No. 1	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR the proposed by-laws as no significant governance concerns have been identified.</i>				

Edison International

Meeting Date: 04/25/2024

Country: USA

Ticker: EIX

Record Date: 03/04/2024

Meeting Type: Annual

Primary Security ID: 281020107

Shares Voted: 59,937

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Jeanne Beliveau-Dunn	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1b	Elect Director Michael C. Camunez	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1c	Elect Director Vanessa C.L. Chang	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				

Edison International

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1d	Elect Director James T. Morris	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1e	Elect Director Timothy T. O'Toole	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1f	Elect Director Pedro J. Pizarro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1g	Elect Director Marcy L. Reed	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director Carey A. Smith	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1i	Elect Director Linda G. Stuntz	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1j	Elect Director Peter J. Taylor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1k	Elect Director Keith Trent	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Ratify PwC as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 6.7 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * A majority of equity awards to the CEO are not tied to performance-contingent pay elements; * Excessive differentials between CEO pay and the pay of other named executive officers at the firm; and * High CEO pay in relation to company peer group CEO median pay levels.</i>				
4	Report on Lobbying Payments and Policy	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as additional disclosure of the company's lobbying-related expenditures, trade association memberships, and management-level oversight mechanisms would help shareholders better assess the risks and benefits associated with the company's participation in the public policy process.</i>				

Eurofins Scientific SE

Meeting Date: 04/25/2024

Country: Luxembourg

Ticker: ERF

Record Date: 04/11/2024

Meeting Type: Annual/Special

Primary Security ID: L31839134

Shares Voted: 1,479

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

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive and Approve Board's Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as submission of this report is routine.</i>				
2	Receive and Approve Director's Special Report Re: Operations Carried Out Under the Authorized Capital Established	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as submission of this report is routine.</i>				
3	Receive and Approve Auditor's Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as submission of this report is routine.</i>				
4	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted due to a lack of concern regarding the accounts presented or audit procedures used.</i>				
5	Approve Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted due to a lack of concern regarding the accounts presented or audit procedures used.</i>				
6	Approve Allocation of Income	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there is an absence of a reverse auditor opinion or any compelling controversies concerning the annual accounts. Eurofins Scientific has a payout ratio that is in line with previous years.</i>				
7	Approve Discharge of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted given the lack of any specific concern with the board's actions over the past year.</i>				
8	Approve Discharge of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted given the lack of any specific concern with the auditors' actions over the past year.</i>				
9	Approve Remuneration Policy	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted, because: * the company introduced non-performance based LTI awards for stock options (50 percent of LTI) * The TSR performance measurement allows for vesting for below median performance.</i>				
10	Approve Remuneration Report	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted, because the proposed remuneration report is below par in relation to market standards, particularly with regard to disclosure of the performance achievement of non-financial metrics for the STI award, which does not allow shareholders to assess the stringency of the total STI payout. Furthermore, we note that 50 percent of the LTI award is not performance based (stock options). We do note that the company improved disclosure regarding the actual STI payout for other executives, performance targets and achievement of STI financial metrics and the actual 2023 LTI grant (RSUs and stock options). Considering the disclosure being below par and not sufficient to fully understand the alignment between pay and performance and the rigor of target setting, support is not warranted.</i>				
11	Reelect Gilles Martin as Executive Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST Gilles Martin is warranted, because the nominee combines the functions of chairman and CEO. Furthermore, there are concerns regarding the reelection of Gilles Martin due to the company maintaining a share structure with unequal voting rights. A vote AGAINST Yves-Loic Martin is warranted due to the company maintaining a share structure with unequal voting rights. A vote FOR the remaining director nominees is warranted at this time.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
12	Reelect Yves-Loic Martin as Non-Executive Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST Gilles Martin is warranted, because the nominee combines the functions of chairman and CEO. Furthermore, there are concerns regarding the reelection of Gilles Martin due to the company maintaining a share structure with unequal voting rights. A vote AGAINST Yves-Loic Martin is warranted due to the company maintaining a share structure with unequal voting rights. A vote FOR the remaining director nominees is warranted at this time.</i>				
13	Reelect Valerie Hanote as Executive Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST Gilles Martin is warranted, because the nominee combines the functions of chairman and CEO. Furthermore, there are concerns regarding the reelection of Gilles Martin due to the company maintaining a share structure with unequal voting rights. A vote AGAINST Yves-Loic Martin is warranted due to the company maintaining a share structure with unequal voting rights. A vote FOR the remaining director nominees is warranted at this time.</i>				
14	Reelect Pascal Rakovsky as Non-Executive Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST Gilles Martin is warranted, because the nominee combines the functions of chairman and CEO. Furthermore, there are concerns regarding the reelection of Gilles Martin due to the company maintaining a share structure with unequal voting rights. A vote AGAINST Yves-Loic Martin is warranted due to the company maintaining a share structure with unequal voting rights. A vote FOR the remaining director nominees is warranted at this time.</i>				
15	Reelect Patrizia Luchetta as Non-Executive Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST Gilles Martin is warranted, because the nominee combines the functions of chairman and CEO. Furthermore, there are concerns regarding the reelection of Gilles Martin due to the company maintaining a share structure with unequal voting rights. A vote AGAINST Yves-Loic Martin is warranted due to the company maintaining a share structure with unequal voting rights. A vote FOR the remaining director nominees is warranted at this time.</i>				
16	Reelect Evie Roos as Non-Executive Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST Gilles Martin is warranted, because the nominee combines the functions of chairman and CEO. Furthermore, there are concerns regarding the reelection of Gilles Martin due to the company maintaining a share structure with unequal voting rights. A vote AGAINST Yves-Loic Martin is warranted due to the company maintaining a share structure with unequal voting rights. A vote FOR the remaining director nominees is warranted at this time.</i>				
17	Elect Erica Monfardini as Non-Executive Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST Gilles Martin is warranted, because the nominee combines the functions of chairman and CEO. Furthermore, there are concerns regarding the reelection of Gilles Martin due to the company maintaining a share structure with unequal voting rights. A vote AGAINST Yves-Loic Martin is warranted due to the company maintaining a share structure with unequal voting rights. A vote FOR the remaining director nominees is warranted at this time.</i>				
18	Renewal Appointment of Deloitte Audit or Appointment of a New Approved Statutory Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
19	Approve Attendance Fees of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because there is no sign of excessiveness concerning the board remuneration.</i>				
20	Approve Transactions of the Share Capital Carried out by the Board of Directors in Accordance with the Buy-Back Program	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted due to the lack of concerns surrounding the proposal.</i>				

Eurofins Scientific SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
21	Approve Share Repurchase Program	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted for the authority at this time as being within normal prior limits and with no serious concerns noted.</i>				
22	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted, as this would allow only for the implementation of approved resolutions.</i>				
	Extraordinary Meeting Agenda	Mgmt			
1	Approve Reduction in Share Capital through Cancellation of Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted in the absence of concern regarding the proposed cancellation of shares.</i>				
2	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights and Amend Article 8 of the Articles of Association	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this item is warranted because it allows the company to issue shares without preemptive rights in excess of the 10 percent of the issued share capital.</i>				
3	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted, as this would allow only for the implementation of approved resolutions.</i>				

Everbridge, Inc.

Meeting Date: 04/25/2024

Country: USA

Ticker: EVBG

Record Date: 03/19/2024

Meeting Type: Special

Primary Security ID: 29978AAC8

Shares Voted: 129

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Merger Agreement	Mgmt	For	For	For
	<i>Voting Policy Rationale: The board appears to have conducted a thorough process and effectively utilized the go-shop provision to raise Thoma Bravo's offer to \$35.00 per share from the initial agreed \$28.60. The cash form of consideration provides certainty of value and the outperformance relative to the index since the unaffected date suggests there is significant downside risk of non-approval. As such, support FOR the proposed transaction is warranted.</i>				
2	Advisory Vote on Golden Parachutes	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Cash severance is double trigger and reasonably based, and no excise tax gross-ups are payable. Equity awards will be converted to time-vested cash awards and will only be accelerated upon a qualifying termination.</i>				
3	Adjourn Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted, as the underlying transaction warrants support.</i>				

Meeting Date: 04/25/2024

Country: USA

Ticker: FAST

Record Date: 02/26/2024

Meeting Type: Annual

Primary Security ID: 311900104

Shares Voted: 11,434

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Scott A. Satterlee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephen Eastman, Rita Heise, Hsenghung (Sam) Hsu, and Daniel Johnson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Michael J. Ancius	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephen Eastman, Rita Heise, Hsenghung (Sam) Hsu, and Daniel Johnson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Stephen L. Eastman	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephen Eastman, Rita Heise, Hsenghung (Sam) Hsu, and Daniel Johnson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Daniel L. Florness	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephen Eastman, Rita Heise, Hsenghung (Sam) Hsu, and Daniel Johnson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Rita J. Heise	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephen Eastman, Rita Heise, Hsenghung (Sam) Hsu, and Daniel Johnson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Hsenghung Sam Hsu	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephen Eastman, Rita Heise, Hsenghung (Sam) Hsu, and Daniel Johnson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Daniel L. Johnson	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephen Eastman, Rita Heise, Hsenghung (Sam) Hsu, and Daniel Johnson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Nicholas J. Lundquist	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephen Eastman, Rita Heise, Hsenghung (Sam) Hsu, and Daniel Johnson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Sarah N. Nielsen	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephen Eastman, Rita Heise, Hsenghung (Sam) Hsu, and Daniel Johnson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Fastenal Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1j	Elect Director Irene A. Quarshie	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephen Eastman, Rita Heise, Hsenghung (Sam) Hsu, and Daniel Johnson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Reyne K. Wisecup	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephen Eastman, Rita Heise, Hsenghung (Sam) Hsu, and Daniel Johnson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.00 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time. While concern is raised about the lack of performance goals in the LTI program and the use of quarterly performance goals in the STIP, the annual incentives are entirely based on clearly disclosed goals.</i>				
4	Eliminate Supermajority Vote Requirement for Business Combinations	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that the reduction in the supermajority vote requirement would enhance shareholder rights.</i>				
5	Adopt Simple Majority Vote	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Strong support for this proposal could motivate management to continue to seek removal of supermajority voting requirements if Item 4 is not approved.</i>				

Gecina SA

Meeting Date: 04/25/2024 **Country:** France **Ticker:** GFC
Record Date: 04/23/2024 **Meeting Type:** Annual/Special
Primary Security ID: F4268U171

Shares Voted: 5,446

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

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Allocation of Income and Dividends of EUR 5.30 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted despite this year's consolidated loss because of the requirements applicable to companies with the SIIC tax regime.</i>				
4	Approve Stock Dividend Program	Mgmt	For	For	For
	<i>Voting Policy Rationale: This proposal merits a vote FOR.</i>				
5	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because the information disclosed in the auditors' special report does not raise any concerns.</i>				
6	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>				
7	Approve Compensation of Jerome Brunel, Chairman of the Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>				
8	Approve Compensation of Benat Ortega, CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>				
9	Approve Remuneration Policy of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted because it does not raise any significant concern.</i>				
10	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted because it does not raise any significant concern.</i>				
11	Approve Remuneration Policy of CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted, although the company provides limited information regarding the benchmarking exercise to assess the consequences of the proposed increase in the fixed remuneration. The main reason to support are: * The proposed increase seems to be reasonable, following the assessment of the benchmarking exercise based on Social Advisory Services sources. The proposed fixed remuneration and potential remuneration would barely reach the median level of the selected peer group. * The absence of any other significant concern.</i>				
12	Ratify Appointment of Nathalie Charles as Censor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted even though the following concern is raised: * The length of the mandate is not considered short-term oriented (three years). The main reason for support is: * Nathalie Charles is also proposed to be appointed as director under Item 15 below. In the event of approval of her appointment as director by the April 25, 2024 AGM, her functions as censor would immediately cease.</i>				
13	Reelect Jerome Brunel as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: * Votes FOR the election and reelection of these independent nominees are warranted in the absence of specific concerns (Items 13 and 15). * A vote FOR the election of this non-independent nominee is warranted given the satisfactory level of board independence (including all board members: 63.6 percent vs 33.3 percent recommended) and the absence of specific concerns (Item 14).</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
14	Elect Audrey Camus as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: * Votes FOR the election and reelection of these independent nominees are warranted in the absence of specific concerns (Items 13 and 15). * A vote FOR the election of this non-independent nominee is warranted given the satisfactory level of board independence (including all board members: 63.6 percent vs 33.3 percent recommended) and the absence of specific concerns (Item 14).</i>				
15	Elect Nathalie Charles as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: * Votes FOR the election and reelection of these independent nominees are warranted in the absence of specific concerns (Items 13 and 15). * A vote FOR the election of this non-independent nominee is warranted given the satisfactory level of board independence (including all board members: 63.6 percent vs 33.3 percent recommended) and the absence of specific concerns (Item 14).</i>				
16	Approve Company's Ambition to Reduce Greenhouse Gas Emissions from its Operating Buildings (Advisory)	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the company's climate transition plan is warranted although it raises some concerns: * The company aims to drastically reduce its GHG emissions by 2030 for scope 1&2 and partial scope 3 and offset residual emissions, without specifying its reduction goal. * There are no emission reduction targets in absolute targets but only specified in intensity. * Information on the quantification of climate-related risks and opportunities is limited. * The information regarding Capex to implement the climate transition plan is limited. The main reasons for support are: * The company's climate transition plan was validated by SBTi through the validation route for SMEs. * The CRREM initiative considered two-thirds of its portfolio as in line with a +1.5°C trajectory. * The company's CAN0P-2030 plan goes beyond SBTi-approved targets and aims at reducing drastically emissions and reach a path to net zero. * Upon engagement, the company explains that emission reduction targets will be set following a thorough data collection. * Upon engagement, the company clarified that it intends to renew a say on climate vote within a short period of time, to validate updated targets for its climate plan.</i>				
17	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: Such share buyback programs merit a vote FOR.</i>				
	Extraordinary Business	Mgmt			
18	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 100 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the authorizations under Items 18 to 22 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights.</i>				
19	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 50 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the authorizations under Items 18 to 22 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights.</i>				
20	Authorize Capital Increase of Up to EUR 50 Million for Future Exchange Offers	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the authorizations under Items 18 to 22 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights.</i>				

Gecina SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
21	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Above	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR the authorizations under Items 18 to 22 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights.</i>					
22	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR the authorizations under Items 18 to 22 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights.</i>					
23	Authorize Capitalization of Reserves of Up to EUR 100 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted since this potential transfer of wealth is in shareholders' interests.</i>					
24	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the employee stock purchase plan is warranted as its proposed volume respects the recommended guidelines.</i>					
25	Authorize up to 0.5 Percent of Issued Capital for Use in Restricted Stock Plans Reserved for Employees and Executive Corporate Officers	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because the terms of the proposed authorization are not problematic.</i>					
26	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted as such share capital reductions are favorable to shareholders.</i>					
	Ordinary Business	Mgmt			
27	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this routine item is warranted.</i>					

Global Payments Inc.

Meeting Date: 04/25/2024 **Country:** USA **Ticker:** GPN
Record Date: 03/01/2024 **Meeting Type:** Annual
Primary Security ID: 37940X102

Shares Voted: 1,518

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director F. Thaddeus Arroyo	Mgmt	For	Against	Against

Global Payments Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Connie McDaniel, F. Thaddeus Arroyo, Joia Johnson, Ruth Ann Marshall, and John Turner is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Robert H.B. Baldwin, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Connie McDaniel, F. Thaddeus Arroyo, Joia Johnson, Ruth Ann Marshall, and John Turner is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Cameron M. Bready	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Connie McDaniel, F. Thaddeus Arroyo, Joia Johnson, Ruth Ann Marshall, and John Turner is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director John G. Bruno	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Connie McDaniel, F. Thaddeus Arroyo, Joia Johnson, Ruth Ann Marshall, and John Turner is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Joia M. Johnson	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Connie McDaniel, F. Thaddeus Arroyo, Joia Johnson, Ruth Ann Marshall, and John Turner is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Kirsten Kliphouse	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Connie McDaniel, F. Thaddeus Arroyo, Joia Johnson, Ruth Ann Marshall, and John Turner is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Ruth Ann Marshall	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Connie McDaniel, F. Thaddeus Arroyo, Joia Johnson, Ruth Ann Marshall, and John Turner is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Connie D. McDaniel	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Connie McDaniel, F. Thaddeus Arroyo, Joia Johnson, Ruth Ann Marshall, and John Turner is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Joseph H. Osnoss	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Connie McDaniel, F. Thaddeus Arroyo, Joia Johnson, Ruth Ann Marshall, and John Turner is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director William B. Plummer	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Connie McDaniel, F. Thaddeus Arroyo, Joia Johnson, Ruth Ann Marshall, and John Turner is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director John T. Turner	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Connie McDaniel, F. Thaddeus Arroyo, Joia Johnson, Ruth Ann Marshall, and John Turner is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Global Payments Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1l	Elect Director M. Troy Woods	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Connie McDaniel, F. Thaddeus Arroyo, Joia Johnson, Ruth Ann Marshall, and John Turner is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * A majority of equity awards to the CEO are not tied to performance-contingent pay elements; and * High CEO pay relative to company performance compared to the company's peers.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the ratification of the company's auditor is warranted given that non-audit fees represent 28.61 percent of the total fees received by the auditor during the fiscal year, raising substantial doubts over the independence of the auditor.</i>				
4	Report on Political Contributions and Expenditures	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted, as increased disclosure of the company's political contributions could help shareholders more comprehensively evaluate the company's management of related risks and benefits.</i>				

Globe Life Inc.

Meeting Date: 04/25/2024

Country: USA

Ticker: GL

Record Date: 03/01/2024

Meeting Type: Annual

Primary Security ID: 37959E102

Shares Voted: 5,197

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Linda L. Addison	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.2	Elect Director Marilyn A. Alexander	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.3	Elect Director Cheryl D. Alston	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.4	Elect Director Mark A. Blinn	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.5	Elect Director James P. Brannen	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.6	Elect Director Alice S. Cho	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				

Globe Life Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.7	Elect Director J. Matthew Darden	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.8	Elect Director Steven P. Johnson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.9	Elect Director David A. Rodriguez	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.10	Elect Director Frank M. Svoboda	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.11	Elect Director Mary E. Thigpen	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * A majority of equity awards to the CEO are not tied to performance-contingent pay elements; * High CEO pay relative to company performance compared to the company's peers.</i>				

Grupo Aeroportuario del Pacifico SAB de CV

Meeting Date: 04/25/2024 **Country:** Mexico **Ticker:** GAPB
Record Date: 04/12/2024 **Meeting Type:** Extraordinary Shareholders
Primary Security ID: P4959P100

Shares Voted: 9,817

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Extraordinary Business Approve Reduction in Share Capital by MXN 13.86 per Share; Amend Article 6	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because: * The reduction will allow for a cash distribution to shareholders; and * There are no known concerns over the company's shareholder remuneration policies.</i>				
2	Amend Article 6 to Reflect Changes in Capital	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				

Grupo Aeroportuario del Pacifico SAB de CV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this closing formality is warranted because: * Approval of this item grants management authority to approve only items that have been approved by shareholders; and * Opposing this item could impact management's ability to execute on bona fide items that have been approved by shareholders.</i></p>					

Grupo Aeroportuario del Pacifico SAB de CV

Meeting Date: 04/25/2024 **Country:** Mexico **Ticker:** GAPB
Record Date: 04/12/2024 **Meeting Type:** Annual
Primary Security ID: P4959P100

Shares Voted: 9,817

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Annual Ordinary Business	Mgmt			
1	Approve Reports in Compliance with Article 28, Section IV of Mexican Securities Market Law	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these routine proposals is warranted because: * Audited financials are available for FY 2023, and there are no independent auditor qualifications; and * There are no known concerns regarding the company's financial statements or audit procedures.</i></p>					
2	Approve Discharge of Directors and Officers	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because: * This is a routine procedure in Mexico; and * There is no concrete evidence of negligence or abuse on part of the board or management.</i></p>					
3	Approve Individual and Consolidated Financial Statements and Approve External Auditors' Report on Financial Statements	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these routine proposals is warranted because: * Audited financials are available for FY 2023, and there are no independent auditor qualifications; and * There are no known concerns regarding the company's financial statements or audit procedures.</i></p>					
4	Approve Allocation of Five Percent of Income to Increase Legal Reserve with Remaining Balance to Be Allocated to Account for Net Income Pending Allocation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because the company's payouts in recent years have fallen within a reasonable 30-100 percent range of net income.</i></p>					
5	Cancel Pending Amount of Share Repurchase Approved at General Meetings Held on April 13, 2023; Set Share Repurchase Maximum Amount of MXN 2.5 Billion	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this request is warranted because: * The company's proposed share repurchase reserve appears reasonable; and * There are no known concerns over previous use of the share repurchase authority.</i></p>					

Grupo Aeroportuario del Pacifico SAB de CV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Information on Election or Ratification of Four Directors and Their Alternates of Series BB Shareholders	Mgmt			
<i>Voting Policy Rationale: The company has presented this board election as a non-voting item.</i>					
7	Elect and/or Ratify Directors of Series B Shareholders that Hold 10 Percent of Share Capital	Mgmt			
<i>Voting Policy Rationale: The company has presented this board election as a non-voting item.</i>					
8.a	Ratify Carlos Cardenas Guzman as Director of Series B Shareholders	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these items is warranted because: * The company has disclosed the names of the director and committee nominees; and * The proposed board is at least one-third independent and contains at least two independent members, meeting the growing expectations of institutional shareholders.</i>					
8.b	Ratify Angel Losada Moreno as Director of Series B Shareholders	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these items is warranted because: * The company has disclosed the names of the director and committee nominees; and * The proposed board is at least one-third independent and contains at least two independent members, meeting the growing expectations of institutional shareholders.</i>					
8.c	Ratify Joaquin Vargas Guajardo as Director of Series B Shareholders	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these items is warranted because: * The company has disclosed the names of the director and committee nominees; and * The proposed board is at least one-third independent and contains at least two independent members, meeting the growing expectations of institutional shareholders.</i>					
8.d	Ratify Juan Diez-Canedo Ruiz as Director of Series B Shareholders	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these items is warranted because: * The company has disclosed the names of the director and committee nominees; and * The proposed board is at least one-third independent and contains at least two independent members, meeting the growing expectations of institutional shareholders.</i>					
8.e	Ratify Luis Tellez Kuenzler as Director of Series B Shareholders	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these items is warranted because: * The company has disclosed the names of the director and committee nominees; and * The proposed board is at least one-third independent and contains at least two independent members, meeting the growing expectations of institutional shareholders.</i>					
8.f	Ratify Alejandra Palacios Prieto as Director of Series B Shareholders	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these items is warranted because: * The company has disclosed the names of the director and committee nominees; and * The proposed board is at least one-third independent and contains at least two independent members, meeting the growing expectations of institutional shareholders.</i>					
8.g	Elect Alejandra Yazmin Soto Ayech as Director of Series B Shareholders	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these items is warranted because: * The company has disclosed the names of the director and committee nominees; and * The proposed board is at least one-third independent and contains at least two independent members, meeting the growing expectations of institutional shareholders.</i>					

Grupo Aeroportuario del Pacifico SAB de CV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
9	Elect and/or Ratify Board Chairman	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these items is warranted because: * The company has disclosed the names of the director and committee nominees; and * The proposed board is at least one-third independent and contains at least two independent members, meeting the growing expectations of institutional shareholders.</i></p>					
10	Approve Remuneration of Directors for Years 2023 and 2024	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because: * There are no known concerns over the compensation of the company's directors; and * There is no evidence of unsatisfactory board performance.</i></p>					
11	Elect and/or Ratify Director of Series B Shareholders and Member of Nominations and Compensation Committee	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these items is warranted because: * The company has disclosed the names of the director and committee nominees; and * The proposed board is at least one-third independent and contains at least two independent members, meeting the growing expectations of institutional shareholders.</i></p>					
12	Elect and/or Ratify Chairman of Audit and Corporate Practices Committee	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these items is warranted because: * The company has disclosed the names of the director and committee nominees; and * The proposed board is at least one-third independent and contains at least two independent members, meeting the growing expectations of institutional shareholders.</i></p>					
13	Present Report Regarding Individual or Accumulated Operations Greater Than USD 3 Million	Mgmt			
<p><i>Voting Policy Rationale: This is a non-voting item.</i></p>					
14	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this closing formality is warranted because: * Approval of this item grants management authority to approve only items that have been approved by shareholders; and * Opposing this item could impact management's ability to execute on bona fide items that have been approved by shareholders.</i></p>					

HCA Healthcare, Inc.

Meeting Date: 04/25/2024

Country: USA

Ticker: HCA

Record Date: 02/26/2024

Meeting Type: Annual

Primary Security ID: 40412C101

Shares Voted: 1,147

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Thomas F. Frist, III	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Dennis, Nancy-Ann DeParle, and Wayne Riley is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Samuel N. Hazen	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Dennis, Nancy-Ann DeParle, and Wayne Riley is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

HCA Healthcare, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1c	Elect Director Meg G. Crofton	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Dennis, Nancy-Ann DeParle, and Wayne Riley is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Robert J. Dennis	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Dennis, Nancy-Ann DeParle, and Wayne Riley is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Nancy-Ann DeParle	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Dennis, Nancy-Ann DeParle, and Wayne Riley is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director William R. Frist	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Dennis, Nancy-Ann DeParle, and Wayne Riley is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Hugh F. Johnston	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Dennis, Nancy-Ann DeParle, and Wayne Riley is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Michael W. Michelson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Dennis, Nancy-Ann DeParle, and Wayne Riley is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Wayne J. Riley	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Dennis, Nancy-Ann DeParle, and Wayne Riley is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Andrea B. Smith	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Dennis, Nancy-Ann DeParle, and Wayne Riley is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 11.11 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned. While some concerns are noted regarding the long-term incentive program, PSUs are measured over a multi-year period. In addition, annual incentives were entirely determined by clearly disclosed objective metrics, with performance goals that appear rigorous.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
	<i>Voting Policy Rationale: A vote for the adoption of an ANNUAL say-on-pay frequency is warranted. Annual say-on-pay votes are considered a best practice as they give shareholders a regular opportunity to opine on executive pay.</i>				
5	Report on Risks Regarding Patients' Right to Access Abortions in Emergencies	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as shareholders would benefit from more specific information on the potential risks associated with the company's abortion policies, specifically on pregnant patients' rights to access abortion in medical emergencies.</i>				

HCA Healthcare, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Report on Patient Feedback Regarding Quality Care	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as additional information on patient feedback regarding quality of care would benefit shareholders by allowing them to evaluate the effectiveness of the company's actions toward its central goals and to better assess how the company is managing related risks and controversies.</i></p>					
7	Report on Maternal Health Outcomes	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted. Additional disclosure on the company's strategies and programs related to maternal health outcomes would help shareholders better gauge the effectiveness of the company's efforts in improving maternal and infant health, as well as the company's progress in reducing health disparities around pregnancy and childbirth.</i></p>					

Healthpeak Properties, Inc.

Meeting Date: 04/25/2024 **Country:** USA **Ticker:** DOC
Record Date: 03/05/2024 **Meeting Type:** Annual
Primary Security ID: 42250P103

Shares Voted: 16,733

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Scott M. Brinker	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Katherine (Kathy) Sandstrom and Sara Lewis is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i></p>					
1b	Elect Director Katherine M. Sandstrom	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Katherine (Kathy) Sandstrom and Sara Lewis is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i></p>					
1c	Elect Director John T. Thomas	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Katherine (Kathy) Sandstrom and Sara Lewis is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i></p>					
1d	Elect Director Brian G. Cartwright	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Katherine (Kathy) Sandstrom and Sara Lewis is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i></p>					
1e	Elect Director James B. Connor	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Katherine (Kathy) Sandstrom and Sara Lewis is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i></p>					
1f	Elect Director R. Kent Griffin, Jr.	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Katherine (Kathy) Sandstrom and Sara Lewis is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i></p>					
1g	Elect Director Pamela J. Kessler	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Katherine (Kathy) Sandstrom and Sara Lewis is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i></p>					

Healthpeak Properties, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1h	Elect Director Sara G. Lewis	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Katherine (Kathy) Sandstrom and Sara Lewis is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
1i	Elect Director Ava E. Lias-Booker	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Katherine (Kathy) Sandstrom and Sara Lewis is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
1j	Elect Director Tommy G. Thompson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Katherine (Kathy) Sandstrom and Sara Lewis is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
1k	Elect Director Richard A. Weiss	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Katherine (Kathy) Sandstrom and Sara Lewis is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time. Though some concerns exist regarding the STI and LTI programs, annual incentives were majority based on pre-set financial metrics, and equity awards were entirely performance-conditioned with pre-set targets, measured over multi-year performance periods.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 18.65 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Hikma Pharmaceuticals Plc

Meeting Date: 04/25/2024

Country: United Kingdom

Ticker: HIK

Record Date: 04/23/2024

Meeting Type: Annual

Primary Security ID: G4576K104

Shares Voted: 1,813

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

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
4	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
5	Elect Riad Mishlawi as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Items 5 & 7-15 A vote FOR these Directors is warranted as no significant concerns have been identified. Item 6 A vote FOR this Director is warranted, although it is not without concern: * Said Darwazah remains Executive Chair – a practice which deviates from the UK Corporate Governance Code. The main reason for support is: * The Company's particular circumstances are duly noted and the Company has appointed a separate CEO during the year under review.</i>				
6	Re-elect Said Darwazah as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Items 5 & 7-15 A vote FOR these Directors is warranted as no significant concerns have been identified. Item 6 A vote FOR this Director is warranted, although it is not without concern: * Said Darwazah remains Executive Chair – a practice which deviates from the UK Corporate Governance Code. The main reason for support is: * The Company's particular circumstances are duly noted and the Company has appointed a separate CEO during the year under review.</i>				
7	Re-elect Mazen Darwazah as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Items 5 & 7-15 A vote FOR these Directors is warranted as no significant concerns have been identified. Item 6 A vote FOR this Director is warranted, although it is not without concern: * Said Darwazah remains Executive Chair – a practice which deviates from the UK Corporate Governance Code. The main reason for support is: * The Company's particular circumstances are duly noted and the Company has appointed a separate CEO during the year under review.</i>				
8	Re-elect Victoria Hull as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Items 5 & 7-15 A vote FOR these Directors is warranted as no significant concerns have been identified. Item 6 A vote FOR this Director is warranted, although it is not without concern: * Said Darwazah remains Executive Chair – a practice which deviates from the UK Corporate Governance Code. The main reason for support is: * The Company's particular circumstances are duly noted and the Company has appointed a separate CEO during the year under review.</i>				
9	Re-elect Ali Al-Husry as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Items 5 & 7-15 A vote FOR these Directors is warranted as no significant concerns have been identified. Item 6 A vote FOR this Director is warranted, although it is not without concern: * Said Darwazah remains Executive Chair – a practice which deviates from the UK Corporate Governance Code. The main reason for support is: * The Company's particular circumstances are duly noted and the Company has appointed a separate CEO during the year under review.</i>				
10	Re-elect John Castellani as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Items 5 & 7-15 A vote FOR these Directors is warranted as no significant concerns have been identified. Item 6 A vote FOR this Director is warranted, although it is not without concern: * Said Darwazah remains Executive Chair – a practice which deviates from the UK Corporate Governance Code. The main reason for support is: * The Company's particular circumstances are duly noted and the Company has appointed a separate CEO during the year under review.</i>				
11	Re-elect Nina Henderson as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Items 5 & 7-15 A vote FOR these Directors is warranted as no significant concerns have been identified. Item 6 A vote FOR this Director is warranted, although it is not without concern: * Said Darwazah remains Executive Chair – a practice which deviates from the UK Corporate Governance Code. The main reason for support is: * The Company's particular circumstances are duly noted and the Company has appointed a separate CEO during the year under review.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
12	Re-elect Cynthia Flowers as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Items 5 & 7-15 A vote FOR these Directors is warranted as no significant concerns have been identified. Item 6 A vote FOR this Director is warranted, although it is not without concern: * Said Darwazah remains Executive Chair – a practice which deviates from the UK Corporate Governance Code. The main reason for support is: * The Company's particular circumstances are duly noted and the Company has appointed a separate CEO during the year under review.</i>				
13	Re-elect Douglas Hurt as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Items 5 & 7-15 A vote FOR these Directors is warranted as no significant concerns have been identified. Item 6 A vote FOR this Director is warranted, although it is not without concern: * Said Darwazah remains Executive Chair – a practice which deviates from the UK Corporate Governance Code. The main reason for support is: * The Company's particular circumstances are duly noted and the Company has appointed a separate CEO during the year under review.</i>				
14	Re-elect Laura Balan as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Items 5 & 7-15 A vote FOR these Directors is warranted as no significant concerns have been identified. Item 6 A vote FOR this Director is warranted, although it is not without concern: * Said Darwazah remains Executive Chair – a practice which deviates from the UK Corporate Governance Code. The main reason for support is: * The Company's particular circumstances are duly noted and the Company has appointed a separate CEO during the year under review.</i>				
15	Re-elect Deneen Vojta as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Items 5 & 7-15 A vote FOR these Directors is warranted as no significant concerns have been identified. Item 6 A vote FOR this Director is warranted, although it is not without concern: * Said Darwazah remains Executive Chair – a practice which deviates from the UK Corporate Governance Code. The main reason for support is: * The Company's particular circumstances are duly noted and the Company has appointed a separate CEO during the year under review.</i>				
16	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted, although it is not without concern: * The Remuneration Committee has exercised upwards discretion in respect of the Executive Vice Chair's bonus award. The main reasons for support are: * The Company has clearly explained its reasoning for doing so, which pertains to a cessation of operations in Sudan, materially impacting MENA financial performance, for which the Executive Vice Chair is responsible. This explanation is considered sufficiently compelling. It is also noted that the resulting outcome aligns with bonus awards for other Executive Directors. * No other overriding concerns have been identified.</i>				
17	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
18	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
19	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
20	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				
21	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>				

Hikma Pharmaceuticals Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Resolutions for Independent Shareholders Only	Mgmt			
22	Approve Waiver of Rule 9 of the Takeover Code	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted. Approval of the authority could result in the concert party gaining creeping control of the Company.</i>				
23	Approve Waiver of Rule 9 of the Takeover Code Pursuant to the Existing Awards Grant	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted, although it is not without concern: * Approval of the authority could result in the Concert Party gaining creeping control of the Company. The main reason for support is: * The authorities sought pertain to pay arrangements, which have already been approved by shareholders. Where awards have not already been made, the policy allowing such awards has been approved.</i>				
24	Approve Waiver of Rule 9 of the Takeover Code Pursuant to the 2024 Awards Grant	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted, although it is not without concern: * Approval of the authority could result in the Concert Party gaining creeping control of the Company. The main reason for support is: * The authorities sought pertain to pay arrangements, which have already been approved by shareholders. Where awards have not already been made, the policy allowing such awards has been approved.</i>				
25	Approve Waiver of Rule 9 of the Takeover Code Pursuant to the 2025 Awards Grant	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted, although it is not without concern: * Approval of the authority could result in the Concert Party gaining creeping control of the Company. The main reason for support is: * The authorities sought pertain to pay arrangements, which have already been approved by shareholders. Where awards have not already been made, the policy allowing such awards has been approved.</i>				

Intuitive Surgical, Inc.

Meeting Date: 04/25/2024 **Country:** USA **Ticker:** ISRG
Record Date: 02/29/2024 **Meeting Type:** Annual
Primary Security ID: 46120E602

Shares Voted: 7,751

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Craig H. Barratt	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1b	Elect Director Joseph C. Beery	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1c	Elect Director Lewis Chew	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1d	Elect Director Gary S. Guthart	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1e	Elect Director Amal M. Johnson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				

Intuitive Surgical, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1f	Elect Director Sreelakshmi Kolli	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1g	Elect Director Amy L. Ladd	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director Keith R. Leonard, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1i	Elect Director Jami Dover Nachtsheim	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1j	Elect Director Monica P. Reed	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1k	Elect Director Mark J. Rubash	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted although concerns are noted in the lack of disclosure for certain metrics in the STI and LTI. Nevertheless, recent above-target payouts in the STI were consistent with recent company performance, and the company has increased the performance shares in the LTI plan.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 5.6 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
5	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that: * The purchase price is reasonable; * The number of shares reserved is reasonable; and * The offer period is within the limits prescribed by Section 423 of the Internal Revenue Code.</i>				
6	Report on Gender/Racial Pay Gap	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as shareholders could benefit from the unadjusted median pay gap statistics that would allow them to better compare and measure the progress of the company's diversity and inclusion initiatives.</i>				

Johnson & Johnson

Meeting Date: 04/25/2024

Country: USA

Ticker: JNJ

Record Date: 02/27/2024

Meeting Type: Annual

Primary Security ID: 478160104

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Darius Adamczyk	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1b	Elect Director Mary C. Beckerle	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1c	Elect Director D. Scott Davis	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1d	Elect Director Jennifer A. Doudna	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1e	Elect Director Joaquin Duato	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1f	Elect Director Marillyn A. Hewson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1g	Elect Director Paula A. Johnson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director Hubert Joly	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1i	Elect Director Mark B. McClellan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1j	Elect Director Anne M. Mulcahy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1k	Elect Director Mark A. Weinberger	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1l	Elect Director Nadja Y. West	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1m	Elect Director Eugene A. Woods	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as pay is reasonably aligned with performance at this time and the annual and long-term incentive programs are primarily performance based. The committee also provides details and its rationale behind the adjustments to the pay program in connection with the Kenvue separation, which are considered reasonable.</i>				

Johnson & Johnson

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 5.21 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Report on Gender-Based Compensation and Benefits Inequities	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted, as the company appears to provide sufficient information for investors to be able to determine how the company is managing compensation and health benefits related risks.</i>				
5	Report on Impact of Extended Patent Exclusivities on Product Access	SH			
	<i>Voting Policy Rationale: NONE – this proposal has been withdrawn.</i>				

Kardex Holding AG

Meeting Date: 04/25/2024 **Country:** Switzerland **Ticker:** KARN
Record Date: 04/17/2024 **Meeting Type:** Annual
Primary Security ID: H44577189

Shares Voted: 68

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the annual accounts, annual report, and auditor's report for the fiscal year in review is warranted.</i>				
1.2	Approve Remuneration Report (Non-Binding)	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the remuneration report is warranted because: * There are limited ex-post disclosures provided to explain performance outcomes under the variable component and the potential use of qualitative metrics has significantly increased. * The compensation package for the new CEO has not been well explained.</i>				
1.3	Approve Non-Financial Report (Non-Binding)	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the approval of the company's non-financial report is warranted. Nevertheless, support is qualified considering the lack of external assurance that would confirm the validity of the information.</i>				
2	Approve Allocation of Income and Dividends of CHF 5.00 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i>				
3	Approve Discharge of Board and Senior Management	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the formal discharge of the board of directors and senior management is warranted, as there is no evidence that the board and senior management have not fulfilled their fiduciary duties.</i>				
4.1.1	Reelect Philipp Buhofer as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Philipp Buhofer, Eugen Elmiger and Maria Teresa Vacalli is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Kardex Holding AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.1.2	Reelect Eugen Elmiger as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Philipp Buhofer, Eugen Elmiger and Maria Teresa Vacalli is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.1.3	Reelect Andreas Haeblerli as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Philipp Buhofer, Eugen Elmiger and Maria Teresa Vacalli is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.1.4	Reelect Jennifer Maag as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Philipp Buhofer, Eugen Elmiger and Maria Teresa Vacalli is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.1.5	Reelect Maria Vacalli as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Philipp Buhofer, Eugen Elmiger and Maria Teresa Vacalli is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.1.6	Reelect Felix Thoeni as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Philipp Buhofer, Eugen Elmiger and Maria Teresa Vacalli is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.2	Reelect Felix Thoeni as Board Chair	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Philipp Buhofer, Eugen Elmiger and Maria Teresa Vacalli is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.3.1	Reappoint Philipp Buhofer as Member of the Compensation and Nomination Committee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Philipp Buhofer, Eugen Elmiger and Maria Teresa Vacalli is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.3.2	Reappoint Maria Vacalli as Member of the Compensation and Nomination Committee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Philipp Buhofer, Eugen Elmiger and Maria Teresa Vacalli is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.3.3	Appoint Eugen Elmiger as Member of the Compensation and Nomination Committee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Philipp Buhofer, Eugen Elmiger and Maria Teresa Vacalli is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.4	Designate Wenger Vieli AG as Independent Proxy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concerns.</i>				
4.5	Ratify PricewaterhouseCoopers AG as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
5.1	Approve Remuneration of Directors in the Amount of CHF 1.2 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount is in line with market practice.</i>				

Kardex Holding AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5.2	Approve Remuneration of Executive Committee in the Amount of CHF 3 Million	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because the proposal appears to be in line with market practice and does not raise significant concerns.</i></p>					
6	Transact Other Business (Voting)	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST is warranted because: * This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and * The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.</i></p>					

Kering SA

Meeting Date: 04/25/2024 **Country:** France **Ticker:** KER
Record Date: 04/23/2024 **Meeting Type:** Annual/Special
Primary Security ID: F5433L103

Shares Voted: 450

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

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Reelect Jean-Pierre Denis as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: * Votes FOR the (re)elections of these independent nominees are warranted in the absence of specific concerns (Item 6 and 7). * Votes FOR the (re)election of these non-independent nominees are warranted given the satisfactory level of board independence (including all board members: 46.2 percent vs 33.3 percent recommended; excluding government representatives and employee representatives, and employee shareholder representatives (if any): 54.5 percent vs 50 percent recommended) and the absence of specific concerns (Items 4 and 8). * A vote FOR the reelection of the chairman of the audit committee is warranted under (Item 5) but is not without concern due to his lack of independence. The main reason for support is the fact that he is not meant to remain in this position.</i></p>					
6	Elect Rachel Duan as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: * Votes FOR the (re)elections of these independent nominees are warranted in the absence of specific concerns (Item 6 and 7). * Votes FOR the (re)election of these non-independent nominees are warranted given the satisfactory level of board independence (including all board members: 46.2 percent vs 33.3 percent recommended; excluding government representatives and employee representatives, and employee shareholder representatives (if any): 54.5 percent vs 50 percent recommended) and the absence of specific concerns (Items 4 and 8). * A vote FOR the reelection of the chairman of the audit committee is warranted under (Item 5) but is not without concern due to his lack of independence. The main reason for support is the fact that he is not meant to remain in this position.</i></p>					
7	Elect Giovanna Melandri as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: * Votes FOR the (re)elections of these independent nominees are warranted in the absence of specific concerns (Item 6 and 7). * Votes FOR the (re)election of these non-independent nominees are warranted given the satisfactory level of board independence (including all board members: 46.2 percent vs 33.3 percent recommended; excluding government representatives and employee representatives, and employee shareholder representatives (if any): 54.5 percent vs 50 percent recommended) and the absence of specific concerns (Items 4 and 8). * A vote FOR the reelection of the chairman of the audit committee is warranted under (Item 5) but is not without concern due to his lack of independence. The main reason for support is the fact that he is not meant to remain in this position.</i></p>					
8	Elect Dominique D Hinnin as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: * Votes FOR the (re)elections of these independent nominees are warranted in the absence of specific concerns (Item 6 and 7). * Votes FOR the (re)election of these non-independent nominees are warranted given the satisfactory level of board independence (including all board members: 46.2 percent vs 33.3 percent recommended; excluding government representatives and employee representatives, and employee shareholder representatives (if any): 54.5 percent vs 50 percent recommended) and the absence of specific concerns (Items 4 and 8). * A vote FOR the reelection of the chairman of the audit committee is warranted under (Item 5) but is not without concern due to his lack of independence. The main reason for support is the fact that he is not meant to remain in this position.</i></p>					
9	Appoint Deloitte & Associates as Auditor Responsible for Certifying Sustainability Information	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR are warranted because there are no concerns regarding these proposals.</i></p>					
10	Appoint PricewaterhouseCoopers Audit as Auditor Responsible for Certifying Sustainability Information	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR are warranted because there are no concerns regarding these proposals.</i></p>					
11	Approve Transaction with Maureen Chiquet, Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: The lack of disclosure surrounding this transaction merits a vote AGAINST this proposal. In addition, it compromises Maureen Chiquet's capacity as independent board director.</i></p>					
12	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this remuneration report is warranted due to the board's response to shareholders' dissent and the absence of significant concern.</i></p>					

Kering SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
13	Approve Compensation of Francois-Henri Pinault, Chairman and CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these remuneration reports are warranted because they do not raise any significant concern.</i>				
14	Approve Compensation of Jean-Francois Palus, Vice-CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these remuneration reports are warranted because they do not raise any significant concern.</i>				
15	Approve Remuneration Policy of Executive Corporate Officer	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted, although the following concerns are raised: * The post-mandate policy of the CEO allows for the board to discretionarily maintain the vesting of LTIPs after the executive's departure, without any pro rata. The main reason for support is: * If rejected, the proposal is likely to have no impact on the CEO's post-mandate policy as it appears that it already is the policy in place.</i>				
16	Approve Remuneration Policy of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted because it does not raise any significant concern.</i>				
17	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: Such share buyback programs merit a vote FOR.</i>				
	Extraordinary Business	Mgmt			
18	Authorize up to 1 Percent of Issued Capital for Use in Restricted Stock Plans with Performance Conditions Attached	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Due to the lack of disclosure regarding the performance conditions pertaining to beneficiaries other than the CEO (in particular, executive committee members or assimilates), a vote AGAINST is warranted.</i>				
19	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these employee stock purchase plans are warranted as the proposed volumes respect the recommended guidelines.</i>				
20	Authorize Capital Issuances for Use in Employee Stock Purchase Plans for Employees of International Subsidiaries	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these employee stock purchase plans are warranted as the proposed volumes respect the recommended guidelines.</i>				
21	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this routine item is warranted.</i>				

Littelfuse, Inc.

Meeting Date: 04/25/2024

Country: USA

Ticker: LFUS

Record Date: 02/27/2024

Meeting Type: Annual

Primary Security ID: 537008104

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Kristina A. Cerniglia	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Tzau-Jin (TJ) Chung, Maria Green, and Anthony Grillo is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Tzau-jin Chung	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Tzau-Jin (TJ) Chung, Maria Green, and Anthony Grillo is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Gayla J. Delly	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Tzau-Jin (TJ) Chung, Maria Green, and Anthony Grillo is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Maria C. Green	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Tzau-Jin (TJ) Chung, Maria Green, and Anthony Grillo is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Anthony Grillo	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Tzau-Jin (TJ) Chung, Maria Green, and Anthony Grillo is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director David W. Heinzmann	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Tzau-Jin (TJ) Chung, Maria Green, and Anthony Grillo is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Gregory N. Henderson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Tzau-Jin (TJ) Chung, Maria Green, and Anthony Grillo is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Gordon Hunter	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Tzau-Jin (TJ) Chung, Maria Green, and Anthony Grillo is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director William P. Noglows	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Tzau-Jin (TJ) Chung, Maria Green, and Anthony Grillo is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.</i>				

London Stock Exchange Group plc

Meeting Date: 04/25/2024

Country: United Kingdom

Ticker: LSEG

Record Date: 04/23/2024

Meeting Type: Annual

Primary Security ID: G5689U103

Shares Voted: 3,840

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>				
2	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
3	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is considered warranted, although it is not without concern: * CEO David Schwimmer received a significant salary increase of 37.5% for FY2024, which when coupled with the changes to the variable pay schemes, will result in a significant increase to his total remuneration opportunity. * The recently appointed CFO's base salary has been set at a 13% premium to that of his predecessor. * CEO David Schwimmer received benefits of GBP 229,000, representing a c.69% increase relative to the previous year. The main reasons for support are: * The Company has provided a compelling rationale for the increases to salary and variable pay opportunities, citing growth of the Company since David Schwimmer's appointment, resulting in a transformation to a technology, data-driven organisation. Furthermore, the remuneration positioning reflects the Company's narrative of its increased footprint and should be considered in the context of the previous CFO's departure. * The Company provides a general description for the benefits paid to David Schwimmer, as well as a reason for the increased benefits.</i>				
4	Approve Remuneration Policy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted, although it is not without concern: * The increases to the remuneration package for the CEO are significant and unusual in the UK market. The main reason for support is: * The Company has provided a compelling rationale, citing growth of the Company since CEO David Schwimmer's appointment, resulting in a transformation to a technology data-driven organisation, whose peer group is truly global in nature.</i>				
5	Re-elect Dominic Blakemore as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Donald (Don) Robert, Cressida Hogg, Dominic Blakemore, Martin Brand, Kathleen DeRose, Tsega Gebreyes, Scott Guthrie, Valerie (Val) Rahmani and William Vereker is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
6	Re-elect Martin Brand as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Donald (Don) Robert, Cressida Hogg, Dominic Blakemore, Martin Brand, Kathleen DeRose, Tsega Gebreyes, Scott Guthrie, Valerie (Val) Rahmani and William Vereker is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
7	Re-elect Kathleen DeRose as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Donald (Don) Robert, Cressida Hogg, Dominic Blakemore, Martin Brand, Kathleen DeRose, Tsega Gebreyes, Scott Guthrie, Valerie (Val) Rahmani and William Vereker is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
8	Re-elect Tsega Gebreyes as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Donald (Don) Robert, Cressida Hogg, Dominic Blakemore, Martin Brand, Kathleen DeRose, Tsega Gebreyes, Scott Guthrie, Valerie (Val) Rahmani and William Vereker is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				

London Stock Exchange Group plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
9	Re-elect Scott Guthrie as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Donald (Don) Robert, Cressida Hogg, Dominic Blakemore, Martin Brand, Kathleen DeRose, Tsega Gebreyes, Scott Guthrie, Valerie (Val) Rahmani and William Vereker is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
10	Re-elect Cressida Hogg as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Donald (Don) Robert, Cressida Hogg, Dominic Blakemore, Martin Brand, Kathleen DeRose, Tsega Gebreyes, Scott Guthrie, Valerie (Val) Rahmani and William Vereker is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
11	Re-elect Val Rahmani as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Donald (Don) Robert, Cressida Hogg, Dominic Blakemore, Martin Brand, Kathleen DeRose, Tsega Gebreyes, Scott Guthrie, Valerie (Val) Rahmani and William Vereker is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
12	Re-elect Don Robert as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Donald (Don) Robert, Cressida Hogg, Dominic Blakemore, Martin Brand, Kathleen DeRose, Tsega Gebreyes, Scott Guthrie, Valerie (Val) Rahmani and William Vereker is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
13	Re-elect David Schwimmer as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Donald (Don) Robert, Cressida Hogg, Dominic Blakemore, Martin Brand, Kathleen DeRose, Tsega Gebreyes, Scott Guthrie, Valerie (Val) Rahmani and William Vereker is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
14	Re-elect William Vereker as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Donald (Don) Robert, Cressida Hogg, Dominic Blakemore, Martin Brand, Kathleen DeRose, Tsega Gebreyes, Scott Guthrie, Valerie (Val) Rahmani and William Vereker is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
15	Elect Michel-Alain Proch as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Donald (Don) Robert, Cressida Hogg, Dominic Blakemore, Martin Brand, Kathleen DeRose, Tsega Gebreyes, Scott Guthrie, Valerie (Val) Rahmani and William Vereker is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
16	Appoint Deloitte LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.0 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
17	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.0 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
18	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
19	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				

London Stock Exchange Group plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
20	Approve Equity Incentive Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted, although it is not without concern: * The proposed maximum opportunities represent a significant increase to the limits currently provided to Executive Directors. The main reasons for support are: * The remaining plan rules are largely unchanged from existing arrangements. * The maximum opportunities for Executive Directors align with the remuneration policy, where ultimately, shareholder support is considered warranted.</i>				
21	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
22	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
23	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				
24	Authorise Off-Market Purchase of Shares from Consortium Shareholders	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted in the absence of any significant concerns.</i>				
25	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>				

Metso Corp.

Meeting Date: 04/25/2024 **Country:** Finland **Ticker:** METSO
Record Date: 04/15/2024 **Meeting Type:** Annual
Primary Security ID: X5404W104

Shares Voted: 9,957

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Open Meeting	Mgmt			
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
2	Call the Meeting to Order	Mgmt			
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
3	Designate Inspector or Shareholder Representative(s) of Minutes of Meeting	Mgmt			
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Acknowledge Proper Convening of Meeting	Mgmt			
<i>Voting Policy Rationale: These are routine meeting formalities.</i>					
5	Prepare and Approve List of Shareholders	Mgmt			
<i>Voting Policy Rationale: These are routine meeting formalities.</i>					
6	Receive Financial Statements and Statutory Reports	Mgmt			
<i>Voting Policy Rationale: This is a routine, non-voting item.</i>					
7	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the approval of the annual accounts is warranted due to a lack of concern regarding the accounts presented or audit procedures used.</i>					
8	Approve Allocation of Income and Dividends of EUR 0.36 Per Share	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted due to a lack of controversy surrounding the proposed dividend.</i>					
9	Approve Discharge of Board and President	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted as there is no evidence that the board or the management have not fulfilled their fiduciary duties.</i>					
10	Approve Remuneration Policy And Other Terms of Employment For Executive Management	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this item is warranted due to the following: * Lack of disclosure regarding performance criteria in the LTIP; * Lack of disclosure regarding the vesting period of awards under the LTIP; * The presence of an uncapped discretionary mandate; and * Lack of disclosure regarding potential termination benefits.</i>					
11	Approve Remuneration Report (Advisory Vote)	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed remuneration report is well described and does not contravene good European executive remuneration practice.</i>					
12	Approve Remuneration of Directors in the Amount of EUR 171,000 for Chairman, EUR 87,000 for Vice Chairman, and EUR 70,500 for Other Directors; Approve Meeting Fees; Approve Remuneration for Committee Work	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this remuneration proposal is warranted because of a lack of concern regarding the proposed fees.</i>					
13	Fix Number of Directors at Nine	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because of a lack of controversy concerning the size of the board.</i>					

Metso Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
14	Reelect Brian Beamish, Klaus Cawen (Vice Chair), Terhi Koipijarvi, Niko Pakalen, Ian W. Pearce, Reima Rytsoola, Emanuela Speranza, Kari Stadigh (Chair) and Arja Talma as Directors	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Kari Stadigh is warranted for lack of diversity on the board.</i>					
15	Approve Remuneration of Auditors and Authorized Sustainability Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>					
16	Ratify Ernst & Young as Auditors and Authorized Sustainability Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>					
17	Authorize Share Repurchase Program	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal to repurchase company shares is warranted, as the proposal includes acceptable holding, volume, and duration limits.</i>					
18	Approve Issuance of up to 82 Million Shares without Preemptive Rights	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this issuance authorization is warranted because the potential share capital increase is not excessive.</i>					
19	Approve Charitable Donations of up to EUR 350,000	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as donations of this size are best left at the discretion of the board and management.</i>					
20	Close Meeting	Mgmt			
<i>Voting Policy Rationale: This is a non-voting formality.</i>					

Persimmon Plc

Meeting Date: 04/25/2024 **Country:** United Kingdom **Ticker:** PSN
Record Date: 04/23/2024 **Meeting Type:** Annual
Primary Security ID: G70202109

Shares Voted: 7,715

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
3	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted as no significant concerns have been identified.</i>				
4	Re-elect Roger Devlin as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Roger Devlin, Nigel Mills, Annemarie Durbin, Shirine Khoury-Haq and Andrew Wyllie is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
5	Re-elect Dean Finch as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Roger Devlin, Nigel Mills, Annemarie Durbin, Shirine Khoury-Haq and Andrew Wyllie is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
6	Re-elect Nigel Mills as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Roger Devlin, Nigel Mills, Annemarie Durbin, Shirine Khoury-Haq and Andrew Wyllie is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
7	Re-elect Annemarie Durbin as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Roger Devlin, Nigel Mills, Annemarie Durbin, Shirine Khoury-Haq and Andrew Wyllie is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
8	Re-elect Andrew Wyllie as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Roger Devlin, Nigel Mills, Annemarie Durbin, Shirine Khoury-Haq and Andrew Wyllie is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
9	Re-elect Shirine Khoury-Haq as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Roger Devlin, Nigel Mills, Annemarie Durbin, Shirine Khoury-Haq and Andrew Wyllie is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
10	Elect Alexandra Depledge as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Roger Devlin, Nigel Mills, Annemarie Durbin, Shirine Khoury-Haq and Andrew Wyllie is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
11	Elect Colette O'Shea as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Roger Devlin, Nigel Mills, Annemarie Durbin, Shirine Khoury-Haq and Andrew Wyllie is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
12	Reappoint Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 8.0 percent of the total fees paid to the auditor are for non-audit purposes.</i>				

Persimmon Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
13	Authorise the Audit & Risk Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 8.0 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
14	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				
15	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
16	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
17	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
18	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				
19	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>				

Pfizer Inc.

Meeting Date: 04/25/2024 **Country:** USA **Ticker:** PFE
Record Date: 02/28/2024 **Meeting Type:** Annual
Primary Security ID: 717081103

Shares Voted: 64,302

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Ronald E. Blaylock	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Susan (Sue) Desmond-Hellmann, Joseph Echevarria, Helen Hobbs, and Dan Littman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Albert Bourla	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Susan (Sue) Desmond-Hellmann, Joseph Echevarria, Helen Hobbs, and Dan Littman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Director Susan Desmond-Hellmann	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Susan (Sue) Desmond-Hellmann, Joseph Echevarria, Helen Hobbs, and Dan Littman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Joseph J. Echevarria	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Susan (Sue) Desmond-Hellmann, Joseph Echevarria, Helen Hobbs, and Dan Littman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Scott Gottlieb	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Susan (Sue) Desmond-Hellmann, Joseph Echevarria, Helen Hobbs, and Dan Littman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Helen H. Hobbs	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Susan (Sue) Desmond-Hellmann, Joseph Echevarria, Helen Hobbs, and Dan Littman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Susan Hockfield	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Susan (Sue) Desmond-Hellmann, Joseph Echevarria, Helen Hobbs, and Dan Littman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Dan R. Littman	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Susan (Sue) Desmond-Hellmann, Joseph Echevarria, Helen Hobbs, and Dan Littman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director Shantanu Narayen	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Susan (Sue) Desmond-Hellmann, Joseph Echevarria, Helen Hobbs, and Dan Littman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.10	Elect Director Suzanne Nora Johnson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Susan (Sue) Desmond-Hellmann, Joseph Echevarria, Helen Hobbs, and Dan Littman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.11	Elect Director James Quincey	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Susan (Sue) Desmond-Hellmann, Joseph Echevarria, Helen Hobbs, and Dan Littman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.12	Elect Director James C. Smith	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Susan (Sue) Desmond-Hellmann, Joseph Echevarria, Helen Hobbs, and Dan Littman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 10.5 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Amend Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				

Pfizer Inc.

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

Rambus Inc.

Meeting Date: 04/25/2024

Country: USA

Ticker: RMBS

Record Date: 02/28/2024

Meeting Type: Annual

Primary Security ID: 750917106

Shares Voted: 252

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Charles Kissner	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Charles Kissner is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1b	Elect Director Meera Rao	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Charles Kissner is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1c	Elect Director Necip Sayiner	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Charles Kissner is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					

Rambus Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1d	Elect Director Luc Seraphin	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Charles Kissner is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i>				

RELX Plc

Meeting Date: 04/25/2024 **Country:** United Kingdom **Ticker:** REL
Record Date: 04/23/2024 **Meeting Type:** Annual
Primary Security ID: G7493L105

Shares Voted: 23,668

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>				
2	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the remuneration report is considered warranted, as no material concerns have been identified.</i>				
3	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
4	Reappoint Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.2 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
5	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.2 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
6	Elect Bianca Tetteroo as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Paul Walker, Suzanne Wood and Robert MacLeod is warranted for lack of diversity on the board. A vote FOR remaining nominees is warranted.</i>				
7	Re-elect Paul Walker as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Paul Walker, Suzanne Wood and Robert MacLeod is warranted for lack of diversity on the board. A vote FOR remaining nominees is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8	Re-elect Erik Engstrom as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Paul Walker, Suzanne Wood and Robert MacLeod is warranted for lack of diversity on the board. A vote FOR remaining nominees is warranted.</i>				
9	Re-elect Nick Luff as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Paul Walker, Suzanne Wood and Robert MacLeod is warranted for lack of diversity on the board. A vote FOR remaining nominees is warranted.</i>				
10	Re-elect Alistair Cox as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Paul Walker, Suzanne Wood and Robert MacLeod is warranted for lack of diversity on the board. A vote FOR remaining nominees is warranted.</i>				
11	Re-elect June Felix as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Paul Walker, Suzanne Wood and Robert MacLeod is warranted for lack of diversity on the board. A vote FOR remaining nominees is warranted.</i>				
12	Re-elect Charlotte Hogg as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Paul Walker, Suzanne Wood and Robert MacLeod is warranted for lack of diversity on the board. A vote FOR remaining nominees is warranted.</i>				
13	Re-elect Robert MacLeod as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Paul Walker, Suzanne Wood and Robert MacLeod is warranted for lack of diversity on the board. A vote FOR remaining nominees is warranted.</i>				
14	Re-elect Andrew Sukawaty as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Paul Walker, Suzanne Wood and Robert MacLeod is warranted for lack of diversity on the board. A vote FOR remaining nominees is warranted.</i>				
15	Re-elect Suzanne Wood as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Paul Walker, Suzanne Wood and Robert MacLeod is warranted for lack of diversity on the board. A vote FOR remaining nominees is warranted.</i>				
16	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
17	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
18	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
19	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
20	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>					

Sampo Oyj

Meeting Date: 04/25/2024 Country: Finland Ticker: SAMPO
Record Date: 04/15/2024 Meeting Type: Annual
Primary Security ID: X75653232

Shares Voted: 18,258

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Open Meeting	Mgmt			
<i>Voting Policy Rationale: These are routine meeting formalities.</i>					
2	Call the Meeting to Order	Mgmt			
<i>Voting Policy Rationale: These are routine meeting formalities.</i>					
3	Designate Inspector or Shareholder Representative(s) of Minutes of Meeting	Mgmt			
<i>Voting Policy Rationale: These are routine meeting formalities.</i>					
4	Acknowledge Proper Convening of Meeting	Mgmt			
<i>Voting Policy Rationale: These are routine meeting formalities.</i>					
5	Prepare and Approve List of Shareholders	Mgmt			
<i>Voting Policy Rationale: These are routine meeting formalities.</i>					
6	Receive Financial Statements and Statutory Reports; Receive Board's Report; Receive Auditor's Report	Mgmt			
<i>Voting Policy Rationale: This is a routine, non-voting item.</i>					
7	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the approval of the annual accounts is warranted due to a lack of concern regarding the accounts presented or audit procedures used.</i>					
8	Approve Allocation of Income and Dividends of EUR 1.80 Per Share	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted due to a lack of controversy surrounding the proposed dividend.</i>					
9	Approve Discharge of Board and President	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted as there is no evidence that the board or management have not fulfilled their fiduciary duties.</i>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10	Approve Remuneration Report (Advisory Vote)	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed remuneration report is well described and does not contravene good European executive remuneration practice. However, concerns are noted with the lack of ex-post disclosure of targets for the company's STIP. As such, the vote is qualified.</i>				
11	Approve Remuneration Policy And Other Terms of Employment For Executive Management	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed remuneration policy is well described and does not contravene good European executive remuneration practice. Concerns are noted with regards to the significant extraordinary remuneration mandates. As such, the vote is qualified.</i>				
12	Approve Remuneration of Directors in the Amount of EUR 235,000 for Chair, EUR 135,000 for Vice Chairman and EUR 104,000 for Other Directors; Approve Remuneration for Committee Work	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration proposal is warranted because of a lack of concern regarding the proposed fees.</i>				
13	Fix Number of Directors at Nine	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because of a lack of controversy concerning the size of the board.</i>				
14	Reelect Christian Clausen, Georg Ehrnrooth, Jannica Fagerholm, Steve Langan, Risto Murto, Antti Makinen, Markus Rauramo and Annica Witschard as Directors; Elect Astrid Strange as New Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Christian Clausen, Risto Murto and Markus Rauramo is warranted for lack of diversity on the board.</i>				
15	Approve Remuneration of Auditor; Approve Remuneration of Auditor for the Sustainability Reporting	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
16	Ratify Deloitte as Auditor and Auditor for the Sustainability Reporting	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
17	Authorize Share Repurchase Program	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal to repurchase company shares is warranted, as the proposal includes acceptable holding, volume, and duration limits.</i>				
18	Authorize Board of Directors to Resolve upon a Share Issue without Payment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted due to the increased liquidity that issuing of new shares brings to the shareholders.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
19	Close Meeting	Mgmt			

Voting Policy Rationale: This is a non-voting formality.

Schroders Plc

Meeting Date: 04/25/2024 **Country:** United Kingdom **Ticker:** SDR
Record Date: 04/23/2024 **Meeting Type:** Annual
Primary Security ID: G78602144

Shares Voted: 17,046

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>					
2	Approve Final Dividend	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>					
3	Approve Remuneration Report	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the remuneration report is considered warranted, although it is not without concern because: * The former CFO received a discretionary bonus of GBP 367,000 in addition to his payments until termination to reward his service during the transitional period. The main reasons for support are: * The discretionary bonus award is not considered sufficiently material to warrant an adverse recommendation by itself, and no other material concerns have been identified with the remuneration outcomes for FY2023. * The award was deferred in line with the normal treatment of the Company's annual bonus awards.</i>					
4	Elect Iain Mackay as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Dame Elizabeth Corley, Ian King, Claire Fitzalan Howard, Rakhi Goss-Custard, Leonie Schroder, Deborah Waterhouse and Matthew Westerman is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted at this time.</i>					
5	Elect Richard Oldfield as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Dame Elizabeth Corley, Ian King, Claire Fitzalan Howard, Rakhi Goss-Custard, Leonie Schroder, Deborah Waterhouse and Matthew Westerman is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted at this time.</i>					
6	Elect Annette Thomas as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Dame Elizabeth Corley, Ian King, Claire Fitzalan Howard, Rakhi Goss-Custard, Leonie Schroder, Deborah Waterhouse and Matthew Westerman is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted at this time.</i>					
7	Elect Frederic Wakeman as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Dame Elizabeth Corley, Ian King, Claire Fitzalan Howard, Rakhi Goss-Custard, Leonie Schroder, Deborah Waterhouse and Matthew Westerman is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted at this time.</i>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8	Re-elect Dame Elizabeth Corley as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Dame Elizabeth Corley, Ian King, Claire Fitzalan Howard, Rakhi Goss-Custard, Leonie Schroder, Deborah Waterhouse and Matthew Westerman is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted at this time.</i>				
9	Re-elect Peter Harrison as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Dame Elizabeth Corley, Ian King, Claire Fitzalan Howard, Rakhi Goss-Custard, Leonie Schroder, Deborah Waterhouse and Matthew Westerman is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted at this time.</i>				
10	Re-elect Ian King as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Dame Elizabeth Corley, Ian King, Claire Fitzalan Howard, Rakhi Goss-Custard, Leonie Schroder, Deborah Waterhouse and Matthew Westerman is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted at this time.</i>				
11	Re-elect Rakhi Goss-Custard as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Dame Elizabeth Corley, Ian King, Claire Fitzalan Howard, Rakhi Goss-Custard, Leonie Schroder, Deborah Waterhouse and Matthew Westerman is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted at this time.</i>				
12	Re-elect Deborah Waterhouse as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Dame Elizabeth Corley, Ian King, Claire Fitzalan Howard, Rakhi Goss-Custard, Leonie Schroder, Deborah Waterhouse and Matthew Westerman is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted at this time.</i>				
13	Re-elect Matthew Westerman as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Dame Elizabeth Corley, Ian King, Claire Fitzalan Howard, Rakhi Goss-Custard, Leonie Schroder, Deborah Waterhouse and Matthew Westerman is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted at this time.</i>				
14	Re-elect Claire Fitzalan Howard as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Dame Elizabeth Corley, Ian King, Claire Fitzalan Howard, Rakhi Goss-Custard, Leonie Schroder, Deborah Waterhouse and Matthew Westerman is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted at this time.</i>				
15	Re-elect Leonie Schroder as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Dame Elizabeth Corley, Ian King, Claire Fitzalan Howard, Rakhi Goss-Custard, Leonie Schroder, Deborah Waterhouse and Matthew Westerman is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted at this time.</i>				
16	Reappoint Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 10.0 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
17	Authorise the Audit and Risk Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 10.0 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
18	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				

Schroders Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
19	Approve Waiver of Rule 9 of the Takeover Code	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted, although it is not without concern because: * The Principal Shareholder Group's shareholding will increase as a result of exercise of the share buyback authorities. The main reason for support is: * The Principal Shareholder Group is returning its holding to where it was before the Company removed its dual class share structure, and it has stated that the authority would not allow the Principal Shareholder Group to go above its previous holding (47.93%).</i>				
20	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				
21	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>				

Sekisui House, Ltd.

Meeting Date: 04/25/2024 **Country:** Japan **Ticker:** 1928
Record Date: 01/31/2024 **Meeting Type:** Annual
Primary Security ID: J70746136

Shares Voted: 3,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 64	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Nakai, Yoshihiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Horiuchi, Yosuke	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Tanaka, Satoshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Ishii, Toru	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Shinozaki, Hiroshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Yoshimaru, Yukiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Sekisui House, Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.7	Elect Director Kitazawa, Toshifumi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.8	Elect Director Nakajima, Yoshimi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.9	Elect Director Takegawa, Keiko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.10	Elect Director Abe, Shinichi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3	Appoint Statutory Auditor Wada, Yoritomo	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Snap-on Incorporated

Meeting Date: 04/25/2024

Country: USA

Ticker: SNA

Record Date: 02/26/2024

Meeting Type: Annual

Primary Security ID: 833034101

Shares Voted: 1,015

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director David C. Adams	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James Holden, David Adams, and Henry Knueppel is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.2	Elect Director Karen L. Daniel	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James Holden, David Adams, and Henry Knueppel is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.3	Elect Director Ruth Ann M. Gillis	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James Holden, David Adams, and Henry Knueppel is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.4	Elect Director James P. Holden	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James Holden, David Adams, and Henry Knueppel is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.5	Elect Director Nathan J. Jones	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James Holden, David Adams, and Henry Knueppel is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.6	Elect Director Henry W. Knueppel	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James Holden, David Adams, and Henry Knueppel is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

Snap-on Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.7	Elect Director W. Dudley Lehman	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James Holden, David Adams, and Henry Knueppel is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.8	Elect Director Nicholas T. Pinchuk	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James Holden, David Adams, and Henry Knueppel is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.9	Elect Director Gregg M. Sherrill	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James Holden, David Adams, and Henry Knueppel is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.10	Elect Director Donald J. Stebbins	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James Holden, David Adams, and Henry Knueppel is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST the ratification of the company's auditor is warranted given that non-audit fees represent 28.01 percent of the total fees received by the auditor during the fiscal year, raising substantial doubts over the independence of the auditor.</i></p>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance appears reasonably aligned. While concern is noted regarding the potential scope for discretion in the annual incentive, bonuses are otherwise based on pre-set financial metrics. Additionally, the long-term incentive is primarily performance-based, with a multi-year performance period.</i></p>					

Texas Instruments Incorporated

Meeting Date: 04/25/2024 **Country:** USA **Ticker:** TXN
Record Date: 02/28/2024 **Meeting Type:** Annual
Primary Security ID: 882508104

Shares Voted: 11,401

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Mark A. Blinn	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Pamela Patsley, Todd Bluedorn and Robert Sanchez is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Todd M. Bluedorn	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Pamela Patsley, Todd Bluedorn and Robert Sanchez is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director Janet F. Clark	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Pamela Patsley, Todd Bluedorn and Robert Sanchez is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

Texas Instruments Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1d	Elect Director Carrie S. Cox	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Pamela Patsley, Todd Bluedorn and Robert Sanchez is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Martin S. Craighead	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Pamela Patsley, Todd Bluedorn and Robert Sanchez is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Reginald DesRoches	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Pamela Patsley, Todd Bluedorn and Robert Sanchez is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Curtis C. Farmer	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Pamela Patsley, Todd Bluedorn and Robert Sanchez is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Jean M. Hobby	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Pamela Patsley, Todd Bluedorn and Robert Sanchez is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Haviv Ilan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Pamela Patsley, Todd Bluedorn and Robert Sanchez is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Ronald Kirk	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Pamela Patsley, Todd Bluedorn and Robert Sanchez is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Pamela H. Patsley	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Pamela Patsley, Todd Bluedorn and Robert Sanchez is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director Robert E. Sanchez	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Pamela Patsley, Todd Bluedorn and Robert Sanchez is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1m	Elect Director Richard K. Templeton	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Pamela Patsley, Todd Bluedorn and Robert Sanchez is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Approve Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. The company continues to grant annual incentive awards according to a non-formulaic subjective review of company performance, and the long-term incentive awards are entirely time-based, lacking any long-term performance conditions. Nevertheless, CEO pay and company performance remain reasonably aligned at this time.</i>				
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 19.8 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Texas Instruments Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as the proposed 15 percent ownership threshold for shareholders to call a special meeting would enhance shareholders ability to make use of the right, and the likelihood of abuse is small.</i></p>					
6	Report on Due Diligence Efforts to Trace End-User Misuse of Company Products	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the requested report would improve the company's existing disclosure, could help the company more effectively manage associated risks to its business operations, and could be prepared at a reasonable cost and omitting any proprietary information.</i></p>					

TFI International Inc.

Meeting Date: 04/25/2024 **Country:** Canada **Ticker:** TFII
Record Date: 03/13/2024 **Meeting Type:** Annual/Special
Primary Security ID: 87241L109

Shares Voted: 460

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Leslie Abi-Karam	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Andre Berard, Leslie Abi-Karam, and Neil Manning for lack of diversity on the board. Vote FOR the other proposed nominees.</i></p>					
1.2	Elect Director Alain Bedard	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Andre Berard, Leslie Abi-Karam, and Neil Manning for lack of diversity on the board. Vote FOR the other proposed nominees.</i></p>					
1.3	Elect Director Andre Berard	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Andre Berard, Leslie Abi-Karam, and Neil Manning for lack of diversity on the board. Vote FOR the other proposed nominees.</i></p>					
1.4	Elect Director William T. England	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Andre Berard, Leslie Abi-Karam, and Neil Manning for lack of diversity on the board. Vote FOR the other proposed nominees.</i></p>					
1.5	Elect Director Diane Giard	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Andre Berard, Leslie Abi-Karam, and Neil Manning for lack of diversity on the board. Vote FOR the other proposed nominees.</i></p>					
1.6	Elect Director Debra Kelly-Ennis	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Andre Berard, Leslie Abi-Karam, and Neil Manning for lack of diversity on the board. Vote FOR the other proposed nominees.</i></p>					
1.7	Elect Director Neil Donald Manning	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Andre Berard, Leslie Abi-Karam, and Neil Manning for lack of diversity on the board. Vote FOR the other proposed nominees.</i></p>					

TFI International Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.8	Elect Director Sebastien Martel	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Andre Berard, Leslie Abi-Karam, and Neil Manning for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.9	Elect Director John M. Pratt	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Andre Berard, Leslie Abi-Karam, and Neil Manning for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.10	Elect Director Joey Saputo	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Andre Berard, Leslie Abi-Karam, and Neil Manning for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.11	Elect Director Rosemary Turner	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Andre Berard, Leslie Abi-Karam, and Neil Manning for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR this item because none of the total audit fees paid to the auditor are attributable to non-audit fees.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR this non-binding advisory vote as there are no significant issues at this time.</i>				

The Weir Group Plc

Meeting Date: 04/25/2024 **Country:** United Kingdom **Ticker:** WEIR
Record Date: 04/23/2024 **Meeting Type:** Annual
Primary Security ID: G95248137

Shares Voted: 1,210

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>				
2	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the remuneration report is considered warranted, as no material concerns have been identified.</i>				
3	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
4	Re-elect Barbara Jeremiah as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Barbara Jeremiah, Dame Nicola Brewer and Bennetor (Ben) Magara is warranted for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				

The Weir Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Re-elect Jon Stanton as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Barbara Jeremiah, Dame Nicola Brewer and Bennetor (Ben) Magara is warranted for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
6	Elect Brian Puffer as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Barbara Jeremiah, Dame Nicola Brewer and Bennetor (Ben) Magara is warranted for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
7	Elect Andrew Agg as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Barbara Jeremiah, Dame Nicola Brewer and Bennetor (Ben) Magara is warranted for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
8	Re-elect Dame Nicola Brewer as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Barbara Jeremiah, Dame Nicola Brewer and Bennetor (Ben) Magara is warranted for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
9	Elect Penelope Freer as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Barbara Jeremiah, Dame Nicola Brewer and Bennetor (Ben) Magara is warranted for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
10	Re-elect Tracey Kerr as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Barbara Jeremiah, Dame Nicola Brewer and Bennetor (Ben) Magara is warranted for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
11	Re-elect Ben Magara as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Barbara Jeremiah, Dame Nicola Brewer and Bennetor (Ben) Magara is warranted for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
12	Re-elect Stephen Young as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Barbara Jeremiah, Dame Nicola Brewer and Bennetor (Ben) Magara is warranted for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
13	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as no significant concerns have been identified.</i>				
14	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 4.7 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
15	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				

The Weir Group Plc

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

UCB SA

Meeting Date: 04/25/2024 **Country:** Belgium **Ticker:** UCB
Record Date: 04/11/2024 **Meeting Type:** Annual/Special
Primary Security ID: B93562120

Shares Voted: 2,218

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Annual/Special Meeting Agenda	Mgmt			
	Ordinary Part	Mgmt			
1	Receive Directors' Reports (Non-Voting)	Mgmt			
<i>Voting Policy Rationale: No vote is required.</i>					
2	Receive Auditors' Reports (Non-Voting)	Mgmt			
<i>Voting Policy Rationale: No vote is required.</i>					
3	Receive Consolidated Financial Statements and Statutory Reports (Non-Voting)	Mgmt			
<i>Voting Policy Rationale: This is a non-voting item.</i>					
4	Approve Financial Statements, Allocation of Income, and Dividends of EUR 1.36 per Share	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this dividend proposal is warranted because the proposed payout ratio is adequate without being excessive.</i>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted, because the report is in line with best market practices and the company improved disclosure regarding STI performance outcomes. However, support is qualified because this is not without some level of concern for the following aspects of reporting: * The STI and LTI targets are not retrospectively disclosed, which does not allow the shareholders to assess the stringency of these plans; * The relatively high benefit payments to the CEO without clear disclosure what the EUR 745,357 entails; and * The LTI performance outcomes have a lag, as the report only reports on vesting of the 2020-2022 LTI plan, instead of the 2021-2023 plan.</i>				
6	Approve Remuneration Policy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A qualified vote FOR is warranted because the proposed remuneration policy is broadly in line with market practice, regarding both actual content and disclosure. However, this is not without noting that: * The company does not disclose ex-ante the targets on the STI and LTI (Performance Share plan) criteria. It would be highly preferable to obtain more details targets of the STI and LTI, so that investors can assess the stringency of these plans; and * Although the board remains to have discretion, the clarification is intended to explain this is only applicable in case of unreasonable outcomes and will be explained by the board.</i>				
7	Approve Discharge of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted in the absence of any information about significant and compelling controversies that the board is not fulfilling its fiduciary duties.</i>				
8	Approve Discharge of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted in the absence of any information about significant and compelling controversies that the auditor is not fulfilling its duties.</i>				
9.1.A	Elect Pierre Gurdjian as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these elections is warranted because: * The nominees are elected for a period not exceeding four years; * The candidates appear to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidates</i>				
9.1.B	Indicate Pierre Gurdjian as Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the indication of Pierre Gurdjian, Ulf Wiinberg, Nefertiti Greene, Dolca Thomas and Rodolfo Savitzky as independent directors is warranted as the nominees appear to be compliant with the Belgian legal definition as well as Social Advisory Services' definition.</i>				
9.2.A	Reelect Ulf Wiinberg as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these elections is warranted because: * The nominees are elected for a period not exceeding four years; * The candidates appear to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidates</i>				
9.2.B	Indicate Ulf Wiinberg as Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the indication of Pierre Gurdjian, Ulf Wiinberg, Nefertiti Greene, Dolca Thomas and Rodolfo Savitzky as independent directors is warranted as the nominees appear to be compliant with the Belgian legal definition as well as Social Advisory Services' definition.</i>				
9.3	Elect Charles-Antoine Janssen as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these elections is warranted because: * The nominees are elected for a period not exceeding four years; * The candidates appear to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidates</i>				
9.4.A	Elect Nefertiti Greene as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these elections is warranted because: * The nominees are elected for a period not exceeding four years; * The candidates appear to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidates</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
9.4.B	Indicate Nefertiti Greene as Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the indication of Pierre Gurdjian, Ulf Wiinberg, Nefertiti Greene, Dolca Thomas and Rodolfo Savitzky as independent directors is warranted as the nominees appear to be compliant with the Belgian legal definition as well as Social Advisory Services' definition.</i>				
9.5.A	Elect Dolca Thomas as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these elections is warranted because: * The nominees are elected for a period not exceeding four years; * The candidates appear to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidates</i>				
9.5.B	Indicate Dolca Thomas as Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the indication of Pierre Gurdjian, Ulf Wiinberg, Nefertiti Greene, Dolca Thomas and Rodolfo Savitzky as independent directors is warranted as the nominees appear to be compliant with the Belgian legal definition as well as Social Advisory Services' definition.</i>				
9.6.A	Elect Rodolfo Savitzky as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these elections is warranted because: * The nominees are elected for a period not exceeding four years; * The candidates appear to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidates</i>				
9.6.B	Indicate Rodolfo Savitzky as Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the indication of Pierre Gurdjian, Ulf Wiinberg, Nefertiti Greene, Dolca Thomas and Rodolfo Savitzky as independent directors is warranted as the nominees appear to be compliant with the Belgian legal definition as well as Social Advisory Services' definition.</i>				
10	Ratify Mazars, Permanently Represented by Sebastien Schueremans, as Auditors and Approve Auditors' Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
	Special Part	Mgmt			
11	Approve Long-Term Incentive Plans	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the terms of the proposed equity plan are not problematic.</i>				
12.1	Approve Change-of-Control Clause Re: EMTN Program Renewal	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted because these clauses are related to a credit facility and are considered to be routine. Belgian law requires shareholder approval for all change-of-control clauses, in the absence of which the underlying contract is not valid.</i>				
12.2	Approve Change-of-Control Clause Re: Schuldschein Loan Agreements Entered on 24 August 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted because these clauses are related to a credit facility and are considered to be routine. Belgian law requires shareholder approval for all change-of-control clauses, in the absence of which the underlying contract is not valid.</i>				

UCB SA

Meeting Date: 04/25/2024

Country: Belgium

Ticker: UCB

Record Date: 04/11/2024

Meeting Type: Extraordinary Shareholders

Primary Security ID: B93562120

Shares Voted: 2,218

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Extraordinary Shareholders Meeting Agenda	Mgmt			
	Receive Special Board Report	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
2	Renew Authorization to Increase Share Capital within the Framework of Authorized Capital and Amend Article 6 of the Articles of Association	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the potential increase without preemptive rights is not considered to be excessive (5 percent).</i>				
3	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because: * This proposal is in line with commonly used safeguards; and * The authorization would allow UCB to repurchase 10.00 percent of the outstanding share capital.</i>				

Umicore SA

Meeting Date: 04/25/2024

Country: Belgium

Ticker: UMI

Record Date: 04/11/2024

Meeting Type: Annual/Special

Primary Security ID: B95505184

Shares Voted: 34,075

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt			
	Ordinary Shareholders' Meeting Agenda	Mgmt			
A.1	Receive Supervisory Board's and Auditors' Reports (Non-Voting)	Mgmt			
	<i>Voting Policy Rationale: No vote is required.</i>				
A.2	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A qualified vote FOR is warranted as the proposed remuneration report is roughly in line with market standards. In line with last year, we note that the company provided improved disclosure (threshold, targets, maximum and achievement) on the financial metrics of the STI plan and performance metrics of the LTI plan, while also providing forward looking disclosure with respect to 2024 performance metrics. However, we still raise concerns as there is no further disclosure regarding the individual performance STI metrics (50% weight, 100% achievement), which does not allow shareholders to assess the stringency of the pay for performance assessment. Additionally, a sign-on bonus of EUR 500.000 (87 percent of base salary) is granted to management board member Veerle Slenders, without a compelling rationale.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
A.3	Approve Financial Statements, Allocation of Income, and Dividends of EUR 0.80 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this dividend proposal is warranted because the proposed payout ratio is adequate without being excessive.</i>				
A.4	Receive Consolidated Financial Statements and Statutory Reports (Non-Voting)	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
A.5	Approve Discharge of Supervisory Board Members	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted in the absence of any information about significant and compelling controversies that the board is not fulfilling its fiduciary duties.</i>				
A.6	Approve Discharge of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted in the absence of any information about significant and compelling controversies that the auditor is not fulfilling its duties.</i>				
A.7.1	Reelect Thomas Leysen as Member of the Supervisory Board	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Thomas Leysen, Koenraad Debackere and Mark Garrett is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
A.7.2	Reelect Koenraad Debackere as an Independent Member of the Supervisory Board	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Thomas Leysen, Koenraad Debackere and Mark Garrett is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
A.7.3	Reelect Mark Garrett as an Independent Member of the Supervisory Board	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Thomas Leysen, Koenraad Debackere and Mark Garrett is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
A.7.4	Reelect Birgit Behrendt as an Independent Member of the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Thomas Leysen, Koenraad Debackere and Mark Garrett is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
A.7.5	Elect Frederic Oudea as Member of the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Thomas Leysen, Koenraad Debackere and Mark Garrett is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
A.7.6	Elect Philip Eykerman as an Independent Member of the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Thomas Leysen, Koenraad Debackere and Mark Garrett is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
A.8	Approve Remuneration of the Members of the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted in the absence of any signs of excessiveness.</i>				

Umicore SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
A.9.1	Ratify EY BV, Represented by Marnix Van Dooren and Eef Naessens, as Auditors and Approve Auditors' Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
A.9.2	Appoint EY as Auditor for the Sustainability Reporting	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
	Special Shareholders' Meeting Agenda	Mgmt			
B.1.1	Approve Change-of-Control Clause Re: Grant Agreement	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because these clauses are considered to be routine. Belgian law requires shareholder approval for all change-of-control clauses, in the absence of which the underlying contract is not valid.</i>				
B.1.2	Approve Change-of-Control Clause Re: Sustainability-linked Revolving Facility Agreement	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because these clauses are considered to be routine. Belgian law requires shareholder approval for all change-of-control clauses, in the absence of which the underlying contract is not valid.</i>				
B.1.3	Approve Change-of-Control Clause Re: Finance Contract	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because these clauses are considered to be routine. Belgian law requires shareholder approval for all change-of-control clauses, in the absence of which the underlying contract is not valid.</i>				

Abbott Laboratories

Meeting Date: 04/26/2024 **Country:** USA **Ticker:** ABT
Record Date: 02/28/2024 **Meeting Type:** Annual
Primary Security ID: 002824100

Shares Voted: 37,269

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Robert J. Alpern	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.2	Elect Director Claire Babineaux-Fontenot	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.3	Elect Director Sally E. Blount	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.4	Elect Director Robert B. Ford	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.5	Elect Director Paola Gonzalez	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				

Abbott Laboratories

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.6	Elect Director Michelle A. Kumbier	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.7	Elect Director Darren W. McDew	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.8	Elect Director Nancy McKinstry	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.9	Elect Director Michael G. O'Grady	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.10	Elect Director Michael F. Roman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.11	Elect Director Daniel J. Starks	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.12	Elect Director John G. Stratton	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 21.2 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * A majority of equity awards to the CEO are not tied to performance-contingent pay elements; and * High CEO pay relative to company performance compared to the company's peers.</i>				

Agnico Eagle Mines Limited

Meeting Date: 04/26/2024

Country: Canada

Ticker: AEM

Record Date: 03/15/2024

Meeting Type: Annual/Special

Primary Security ID: 008474108

Shares Voted: 8,646

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Leona Aglukkaq	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Jamie Sokalsky, Peter Grosskopf, and Jeffrey (Jeff) Parr for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.2	Elect Director Ammar Al-Joundi	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Jamie Sokalsky, Peter Grosskopf, and Jeffrey (Jeff) Parr for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				

Agnico Eagle Mines Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Director Sean Boyd	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Jamie Sokalsky, Peter Grosskopf, and Jeffrey (Jeff) Parr for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.4	Elect Director Martine A. Celej	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Jamie Sokalsky, Peter Grosskopf, and Jeffrey (Jeff) Parr for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.5	Elect Director Jonathan Gill	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Jamie Sokalsky, Peter Grosskopf, and Jeffrey (Jeff) Parr for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.6	Elect Director Peter Grosskopf	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Jamie Sokalsky, Peter Grosskopf, and Jeffrey (Jeff) Parr for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.7	Elect Director Elizabeth Lewis-Gray	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Jamie Sokalsky, Peter Grosskopf, and Jeffrey (Jeff) Parr for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.8	Elect Director Deborah McCombe	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Jamie Sokalsky, Peter Grosskopf, and Jeffrey (Jeff) Parr for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.9	Elect Director Jeffrey Parr	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Jamie Sokalsky, Peter Grosskopf, and Jeffrey (Jeff) Parr for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.10	Elect Director J. Merfyn Roberts	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Jamie Sokalsky, Peter Grosskopf, and Jeffrey (Jeff) Parr for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.11	Elect Director Jamie C. Sokalsky	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Jamie Sokalsky, Peter Grosskopf, and Jeffrey (Jeff) Parr for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR this item because only 6.90 percent of the total audit fees paid to the auditor are attributable to non-audit fees.</i>				
3	Amend Incentive Share Purchase Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR this Employee Share Purchase Plan as the plan's provisions conform to best practice standards within the Canadian market.</i>				
4	Advisory Vote on Executive Compensation Approach	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR this non-binding advisory vote. The quantitative pay-for-performance screen has identified a medium concern driven by the company's relative degree of pay-and-performance alignment (RDA). The 2023 CEO pay increased marginally year over year, and company's TSR outperformed the GICS group both in the last year and over a longer term. At the previous two annual shareholder meetings, the company's say-on-pay resolutions failed to garner majority support. In 2023, the company sought feedback from shareholders and responded with a few adjustments to the executive compensation approach which appeared to have improved the overall pay-and-performance alignment. As such, a vote FOR is warranted for this say on pay resolution at this time. Nevertheless, Social Advisory Services will continue to monitor the company for any potential CEO pay and company performance misalignment.</i>				

Badger Meter, Inc.

Meeting Date: 04/26/2024

Country: USA

Ticker: BMI

Record Date: 02/23/2024

Meeting Type: Annual

Primary Security ID: 056525108

Shares Voted: 139

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Todd A. Adams	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for nominating committee members Glen Tellock, James (Jim) McGill, Tessa Myers and James Stern for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Kenneth C. Bockhorst	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for nominating committee members Glen Tellock, James (Jim) McGill, Tessa Myers and James Stern for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Henry F. Brooks	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for nominating committee members Glen Tellock, James (Jim) McGill, Tessa Myers and James Stern for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Melanie K. Cook	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for nominating committee members Glen Tellock, James (Jim) McGill, Tessa Myers and James Stern for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Xia Liu	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for nominating committee members Glen Tellock, James (Jim) McGill, Tessa Myers and James Stern for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director James W. McGill	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for nominating committee members Glen Tellock, James (Jim) McGill, Tessa Myers and James Stern for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Tessa M. Myers	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for nominating committee members Glen Tellock, James (Jim) McGill, Tessa Myers and James Stern for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director James F. Stern	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for nominating committee members Glen Tellock, James (Jim) McGill, Tessa Myers and James Stern for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director Glen E. Tellock	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for nominating committee members Glen Tellock, James (Jim) McGill, Tessa Myers and James Stern for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				

Badger Meter, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Report on Hiring of Persons with Arrest or Incarceration Records	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted because additional information could help shareholders better understand how the company is assessing and managing the progress of its various diversity and inclusion initiatives.</i></p>					

Baloise Holding AG

Meeting Date: 04/26/2024 **Country:** Switzerland **Ticker:** BALN
Record Date: **Meeting Type:** Annual
Primary Security ID: H04530202

Shares Voted: 7,149

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Management Proposals	Mgmt			
1.1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the annual accounts, annual report, and auditor's report for the fiscal year in review is warranted.</i></p>					
1.2	Approve Remuneration Report (Non-Binding)	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the remuneration report is warranted because the company's remuneration practices are in line with market practice and pay and performance appear reasonably aligned at this time.</i></p>					
1.3	Approve Non-Financial Report	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the approval of the company's non-financial report is warranted. Nevertheless, support is qualified considering the lack of external assurance that would confirm the validity of the information.</i></p>					
2	Approve Discharge of Board and Senior Management	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the formal discharge of the board of directors and senior management is warranted, as there is no evidence that the board and senior management have not fulfilled their fiduciary duties.</i></p>					
3	Approve Allocation of Income and Dividends of CHF 7.70 per Share	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i></p>					
4.1.1	Reelect Thomas von Planta as Director and Board Chair	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Thomas von Planta, Christoph Maeder, Markus Neuhaus and Marie-Noelle Venturi-Zen-Ruffinen is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
4.1.2	Reelect Christoph Maeder as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Thomas von Planta, Christoph Maeder, Markus Neuhaus and Marie-Noelle Venturi-Zen-Ruffinen is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

Baloise Holding AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.1.3	Reelect Maya Bundt as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Thomas von Planta, Christoph Maeder, Markus Neuhaus and Marie-Noelle Venturi-Zen-Ruffinen is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.1.4	Reelect Christoph Gloor as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Thomas von Planta, Christoph Maeder, Markus Neuhaus and Marie-Noelle Venturi-Zen-Ruffinen is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.1.5	Reelect Karin Diedenhofen as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Thomas von Planta, Christoph Maeder, Markus Neuhaus and Marie-Noelle Venturi-Zen-Ruffinen is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.1.6	Reelect Markus Neuhaus as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Thomas von Planta, Christoph Maeder, Markus Neuhaus and Marie-Noelle Venturi-Zen-Ruffinen is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.1.7	Reelect Hans-Joerg Schmidt-Trenz as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Thomas von Planta, Christoph Maeder, Markus Neuhaus and Marie-Noelle Venturi-Zen-Ruffinen is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.1.8	Reelect Marie-Noelle Venturi-Zen-Ruffinen as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Thomas von Planta, Christoph Maeder, Markus Neuhaus and Marie-Noelle Venturi-Zen-Ruffinen is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.1.9	Elect Guido Fuerer as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Thomas von Planta, Christoph Maeder, Markus Neuhaus and Marie-Noelle Venturi-Zen-Ruffinen is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.2.1	Reappoint Christoph Gloor as Member of the Compensation Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Thomas von Planta, Christoph Maeder, Markus Neuhaus and Marie-Noelle Venturi-Zen-Ruffinen is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.2.2	Reappoint Karin Diedenhofen as Member of the Compensation Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Thomas von Planta, Christoph Maeder, Markus Neuhaus and Marie-Noelle Venturi-Zen-Ruffinen is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.2.3	Reappoint Christoph Maeder as Member of the Compensation Committee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Thomas von Planta, Christoph Maeder, Markus Neuhaus and Marie-Noelle Venturi-Zen-Ruffinen is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Baloise Holding AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.2.4	Reappoint Hans-Joerg Schmidt-Trenz as Member of the Compensation Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Thomas von Planta, Christoph Maeder, Markus Neuhaus and Marie-Noelle Venturi-Zen-Ruffinen is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.3	Designate Christophe Sarasin as Independent Proxy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concerns.</i>				
4.4	Ratify Ernst & Young AG as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
5.1	Approve Remuneration of Directors in the Amount of CHF 3.2 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount is in line with market practice.</i>				
5.2.1	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 4.4 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because the proposals appear to be in line with market practice and do not raise significant concerns.</i>				
5.2.2	Approve Variable Remuneration of Executive Committee in the Amount of CHF 4.6 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because the proposals appear to be in line with market practice and do not raise significant concerns.</i>				
	Shareholder Proposals Submitted by zCapital AG	Mgmt			
6.1	Amend Articles Re: Removal of Restrictions on Registration and Voting Rights	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because the elimination of the voting cap would align the company's capital structure with the one-share, one-vote principle.</i>				
6.2	Amend Articles Re: Regulation on Nominees	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to the compelling rationale provided by the shareholder proponent.</i>				
6.3	Amend Articles Re: Qualified Majority for Adoption of Resolutions	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because the proposed amendment is considered in the best interests of minority shareholders.</i>				
	Management Proposals	Mgmt			
7.1	Additional Voting Instructions - Shareholder Proposals (Voting)	Mgmt	None	Against	Against
	<i>Voting Policy Rationale: Votes AGAINST these items are warranted because: * These items concern additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and * The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against these items on a precautionary basis.</i>				

Baloise Holding AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7.2	Additional Voting Instructions - Board of Directors Proposals (Voting)	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Votes AGAINST these items are warranted because: * These items concern additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and * The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against these items on a precautionary basis.</i></p>					

Bayer AG

Meeting Date: 04/26/2024 **Country:** Germany **Ticker:** BAYN
Record Date: 04/19/2024 **Meeting Type:** Annual
Primary Security ID: D0712D163

Shares Voted: 5,388

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports; Approve Allocation of Income and Dividends of EUR 0.11 per Share for Fiscal Year 2023	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the allocation of income is warranted as this is a routine request and no concerns have been identified.</i></p>					
2	Approve Discharge of Management Board for Fiscal Year 2023	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties in the financial year under review.</i></p>					
3	Approve Discharge of Supervisory Board for Fiscal Year 2023	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties in the financial year under review.</i></p>					
4.1	Elect Horst Baier to the Supervisory Board	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Ertharin Cousin, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i></p>					
4.2	Elect Ertharin Cousin to the Supervisory Board	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Ertharin Cousin, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i></p>					
4.3	Elect Lori Schechter to the Supervisory Board	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Ertharin Cousin, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.4	Elect Nancy Simonian to the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Ertharin Cousin, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
4.5	Elect Jeffrey Ubben to the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Ertharin Cousin, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
5	Approve Remuneration Policy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed remuneration policy is broadly in line with market practice and SRD II.</i>				
6	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because: * The company's remuneration practices are broadly in line with, and even exceed in most respects, best practice standards in Germany, and pay and performance appear reasonably aligned at this time. * Bayer AG has taken several positive steps to address significant shareholder dissent on its past two say-on-pay resolutions. However, it is not without some concerns: * Ex-post disclosure surrounding the assessment of the individual performance factor under the STI is somewhat underdeveloped. * As part of the LTI structure, executives received a dividend equivalent of EUR 9.20 paid on each conditionally allocated virtual share during the four-year period. However, given that performance metrics were not achieved, and thus the allocated virtual shares were not earned, concerns are raised whether this payout was appropriate.</i>				
7.1	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposed share repurchase program is warranted because this is a standard request in Germany and no concerns are noted.</i>				
7.2	Authorize Use of Financial Derivatives when Repurchasing Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concerns.</i>				
8	Approve Affiliation Agreement with Bayer CropScience AG	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to lack of concerns.</i>				
9	Ratify Deloitte GmbH as Auditors for Fiscal Year 2024 and for the Review of Interim Financial Statements for Fiscal Year 2024 and First Quarter of Fiscal Year 2025	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
10	Voting Instructions for Motions or Nominations by Shareholders that are not Made Accessible Before the AGM and that are Made or Amended in the Course of the AGM	Mgmt	None	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this item is warranted because: This item concerns additional instructions from the shareholder to the proxy in case new or modified motions are introduced by shareholders at the AGM that have not been made accessible beforehand. The content of any new items or counterproposals is not known at this time. Thus, shareholder proposals filed at the AGM cannot be properly evaluated and acted upon by shareholders voting via proxy, which effectively disenfranchises them.</i>				

CapitaLand Ascendas REIT

Meeting Date: 04/26/2024

Country: Singapore

Ticker: A17U

Record Date:

Meeting Type: Annual

Primary Security ID: Y0205X103

Shares Voted: 109,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Adopt Report of the Trustee, Statement by the Manager, Audited Financial Statements and Auditors' Report	Mgmt	For	For	For
<p><i>Voting Policy Rationale: In the absence of any known issues concerning the trust's audited accounts, financial statements, and statutory reports, a vote FOR this resolution is warranted.</i></p>					
2	Approve Deloitte & Touche LLP as Auditors and Authorize Manager to Fix Their Remuneration	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the change of audit firm.</i></p>					
3	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted because the issuance request without preemptive rights is within the recommended limit.</i></p>					
4	Authorize Unit Repurchase Program	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted given that the size and pricing provisions of the proposed repurchase mandate are within the recommended limits.</i></p>					

Corteva, Inc.

Meeting Date: 04/26/2024

Country: USA

Ticker: CTVA

Record Date: 03/01/2024

Meeting Type: Annual

Primary Security ID: 22052L104

Shares Voted: 5,582

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Lamberto Andreotti	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gregory Page, Klaus Engel, David Everitt, Janet Giesselman, Michael Johanns and Nayaki Nayyar is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Klaus A. Engel	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gregory Page, Klaus Engel, David Everitt, Janet Giesselman, Michael Johanns and Nayaki Nayyar is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1c	Elect Director David C. Everitt	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gregory Page, Klaus Engel, David Everitt, Janet Giesselman, Michael Johanns and Nayaki Nayyar is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Janet P. Giesselman	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gregory Page, Klaus Engel, David Everitt, Janet Giesselman, Michael Johanns and Nayaki Nayyar is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Karen H. Grimes	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gregory Page, Klaus Engel, David Everitt, Janet Giesselman, Michael Johanns and Nayaki Nayyar is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Michael O. Johanns	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gregory Page, Klaus Engel, David Everitt, Janet Giesselman, Michael Johanns and Nayaki Nayyar is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Rebecca B. Liebert	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gregory Page, Klaus Engel, David Everitt, Janet Giesselman, Michael Johanns and Nayaki Nayyar is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Marcos M. Lutz	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gregory Page, Klaus Engel, David Everitt, Janet Giesselman, Michael Johanns and Nayaki Nayyar is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Charles V. Magro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gregory Page, Klaus Engel, David Everitt, Janet Giesselman, Michael Johanns and Nayaki Nayyar is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Nayaki R. Nayyar	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gregory Page, Klaus Engel, David Everitt, Janet Giesselman, Michael Johanns and Nayaki Nayyar is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Gregory R. Page	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gregory Page, Klaus Engel, David Everitt, Janet Giesselman, Michael Johanns and Nayaki Nayyar is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director Kerry J. Preete	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gregory Page, Klaus Engel, David Everitt, Janet Giesselman, Michael Johanns and Nayaki Nayyar is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1m	Elect Director Patrick J. Ward	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gregory Page, Klaus Engel, David Everitt, Janet Giesselman, Michael Johanns and Nayaki Nayyar is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Corteva, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Support FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review. In addition, annual incentives were entirely determined by pre-set objective metrics, and a majority of long-term incentives are performance conditioned and measured over a multi-year period.</i></p>					
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 10.03 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
4	Amend Certificate of Incorporation to Provide for the Exculpation of Certain Officers	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted. The company seeks to align its officer exculpation provisions with the recently amended Delaware statute and existing protections afforded to directors, providing protections to officers that would allow the company to attract and retain quality personnel without negatively impacting shareholder rights.</i></p>					

Fibra Uno Administracion SA de CV

Meeting Date: 04/26/2024 **Country:** Mexico **Ticker:** FUNO11
Record Date: 04/18/2024 **Meeting Type:** Annual
Primary Security ID: P3515D163

Shares Voted: 285,832

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Meeting for Holders of REITs - ISIN MXCFFU000001	Mgmt			
1.i	Accept Reports of Audit, Corporate Practices, Nominating and Remuneration Committees	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these routine proposals is warranted because: * Audited financials are available for FY 2023, and there are no independent auditor qualifications; * There are no known concerns regarding the company's financial statements or audit procedures; and * There are no known concerns regarding the company's income allocation policies.</i></p>					
1.ii	Accept Technical Committee Report on Compliance in Accordance to Article 172 of General Mercantile Companies Law	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these routine proposals is warranted because: * Audited financials are available for FY 2023, and there are no independent auditor qualifications; * There are no known concerns regarding the company's financial statements or audit procedures; and * There are no known concerns regarding the company's income allocation policies.</i></p>					

Fibra Uno Administracion SA de CV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.iii	Accept Report of Trust Managers in Accordance to Article 44-XI of Securities Market Law, Including Technical Committee's Opinion on that Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these routine proposals is warranted because: * Audited financials are available for FY 2023, and there are no independent auditor qualifications; * There are no known concerns regarding the company's financial statements or audit procedures; and * There are no known concerns regarding the company's income allocation policies.</i>				
1.iv	Accept Technical Committee Report on Operations and Activities Undertaken	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these routine proposals is warranted because: * Audited financials are available for FY 2023, and there are no independent auditor qualifications; * There are no known concerns regarding the company's financial statements or audit procedures; and * There are no known concerns regarding the company's income allocation policies.</i>				
2	Approve Financial Statements and Allocation of Income	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these routine proposals is warranted because: * Audited financials are available for FY 2023, and there are no independent auditor qualifications; * There are no known concerns regarding the company's financial statements or audit procedures; and * There are no known concerns regarding the company's income allocation policies.</i>				
3	Elect Jose Antonio Meade Kuribrena as Member of Technical Committee; Accept Resignation of Trigueros Legarreta as Member of Technical Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the nominees considered non-independent under Social Advisory Services policy (Items 5, 6, and 9) is warranted given the proposed committee's lack of overall independence. However, a vote FOR independent nominees Antonio Hugo Franck Cabrera, Irma Adriana Gomez Cavazos and Jose Antonio Meade Kuribrena (Items 3, 4, and 7) is warranted given that it would be counter-productive to oppose independent nominees.</i>				
4	Ratify Antonio Hugo Franck Cabrera as Member of Technical Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the nominees considered non-independent under Social Advisory Services policy (Items 5, 6, and 9) is warranted given the proposed committee's lack of overall independence. However, a vote FOR independent nominees Antonio Hugo Franck Cabrera, Irma Adriana Gomez Cavazos and Jose Antonio Meade Kuribrena (Items 3, 4, and 7) is warranted given that it would be counter-productive to oppose independent nominees.</i>				
5	Ratify Ruben Goldberg Javkin as Member of Technical Committee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the nominees considered non-independent under Social Advisory Services policy (Items 5, 6, and 9) is warranted given the proposed committee's lack of overall independence. However, a vote FOR independent nominees Antonio Hugo Franck Cabrera, Irma Adriana Gomez Cavazos and Jose Antonio Meade Kuribrena (Items 3, 4, and 7) is warranted given that it would be counter-productive to oppose independent nominees.</i>				
6	Ratify Herminio Blanco Mendoza as Member of Technical Committee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the nominees considered non-independent under Social Advisory Services policy (Items 5, 6, and 9) is warranted given the proposed committee's lack of overall independence. However, a vote FOR independent nominees Antonio Hugo Franck Cabrera, Irma Adriana Gomez Cavazos and Jose Antonio Meade Kuribrena (Items 3, 4, and 7) is warranted given that it would be counter-productive to oppose independent nominees.</i>				

Fibra Uno Administracion SA de CV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Elect Irma Adriana Gomez Cavazos as Member of Technical Committee; Dismiss Alberto Felipe Mulas Alonso as Member of Technical Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the nominees considered non-independent under Social Advisory Services policy (Items 5, 6, and 9) is warranted given the proposed committee's lack of overall independence. However, a vote FOR independent nominees Antonio Hugo Franck Cabrera, Irma Adriana Gomez Cavazos and Jose Antonio Meade Kuribrena (Items 3, 4, and 7) is warranted given that it would be counter-productive to oppose independent nominees.</i>				
8	Approve Remuneration of Technical Committee Members	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because: * The company disclosed the proposed board remuneration; * There are no known concerns over the compensation of the company's technical committee members; and * There is no evidence of unsatisfactory committee performance.</i>				
9	Receive Controlling's Report on Ratification of Members and Alternates of Technical Committee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the nominees considered non-independent under Social Advisory Services policy (Items 5, 6, and 9) is warranted given the proposed committee's lack of overall independence. However, a vote FOR independent nominees Antonio Hugo Franck Cabrera, Irma Adriana Gomez Cavazos and Jose Antonio Meade Kuribrena (Items 3, 4, and 7) is warranted given that it would be counter-productive to oppose independent nominees.</i>				
10	Approve Incentive Plan for Trust Management Approved by Holders Meetings on April 15, 2013 and April 4, 2014; Receive Report of Ad Hoc Committee Approved by Holders Meeting on Oct. 9, 2023 Re: Internalization of Advisor and Real Estate Representative	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed plan appears to adequately align the interests of its beneficiaries and those of the shareholders.</i>				
11	Receive Report on Process of Segregation of Real Estate Assets with Industrial Use	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because: * The company has provided disclosure of the report on the segregation of assets; and * Shareholders previously approved the segregation of assets.</i>				
12	Appoint Legal Representatives	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted because the designation of a shareholder representative is a routine formality that does not affect shareholder value.</i>				
13	Approve Minutes of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted because the designation of a shareholder representative is a routine formality that does not affect shareholder value.</i>				

Graco Inc.

Meeting Date: 04/26/2024

Country: USA

Ticker: GGG

Record Date: 02/26/2024

Meeting Type: Annual

Primary Security ID: 384109104

Shares Voted: 2,398

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Heather L. Anfang	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominees Archie Black and Brett Carter is warranted for lack of diversity on the board. A vote FOR the remaining new director nominee is warranted at this time.</i></p>					
1b	Elect Director Archie C. Black	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominees Archie Black and Brett Carter is warranted for lack of diversity on the board. A vote FOR the remaining new director nominee is warranted at this time.</i></p>					
1c	Elect Director Brett C. Carter	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominees Archie Black and Brett Carter is warranted for lack of diversity on the board. A vote FOR the remaining new director nominee is warranted at this time.</i></p>					
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 15.26 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * The company has not disclosed any short- and long-term E&S performance incentives; * The company maintains an auto-accelerated equity vesting change-in-control provision; * A majority of equity awards to the CEO are not tied to performance-contingent pay elements; * High CEO pay relative to company performance compared to the company's peers; * High CEO pay in relation to company peer group CEO median pay levels; and * Excessive differentials between CEO pay and the pay of other named executive officers at the firm.</i></p>					
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i></p>					

Kellanova

Meeting Date: 04/26/2024

Country: USA

Ticker: K

Record Date: 02/27/2024

Meeting Type: Annual

Primary Security ID: 487836108

Shares Voted: 2,135

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Carter Cast	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Donald (Don) Knauss and G. Zachary Gund is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1b	Elect Director Zack Gund	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Donald (Don) Knauss and G. Zachary Gund is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1c	Elect Director Donald Knauss	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Donald (Don) Knauss and G. Zachary Gund is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1d	Elect Director Mike Schlotman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Donald (Don) Knauss and G. Zachary Gund is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. The one-time accounting adjustment due to the FY23 spin-off increased the CEO's FY23 equity award value, and spin-off-related adjustments led to above-target vesting of PSUs for the FY21-23 and FY22-24 cycles, but the committee exercised negative discretion to reduce payouts for both cycles.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than 25 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i>				
5	Require Independent Board Chair	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the importance of having an independent chairman of the board.</i>				
6	Report on Median Gender/Racial Pay Gap	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as shareholders could benefit from the unadjusted median pay gap statistics that would allow them to compare and measure the progress of the company's diversity and inclusion initiatives.</i>				
7	Report on Risks Associated with Pesticide Use in Supply Chain	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as additional disclosure would help shareholders better understand the effectiveness of the company's programs to increase the sustainability of its suppliers</i>				
8	Report on Risks Arising from Voluntary Carbon-Reduction Commitments	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted, as the company provides shareholders with sufficient information on how it assesses the risks associated with its climate goals.</i>				

Merck KGaA

Meeting Date: 04/26/2024

Country: Germany

Ticker: MRK

Record Date: 04/04/2024

Meeting Type: Annual

Primary Security ID: D5357W103

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
2	Accept Financial Statements and Statutory Reports for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concerns.</i>				
3	Approve Allocation of Income and Dividends of EUR 2.20 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i>				
4	Approve Discharge of Management Board for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
5	Approve Discharge of Supervisory Board for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
6	Ratify Deloitte GmbH as Auditors for Fiscal Year 2024 and for the Review of the Interim Financial Statements for the First Half of Fiscal Year 2024	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
7	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because: * The company's remuneration practices are broadly in line with, and even exceed in many respects, best practice standards in Germany, and pay and performance appear reasonably aligned at this time. * Merck KGaA continued to engage with its shareholders to improve its disclosures in its remuneration report.</i>				
8.1	Elect Katja Garcia Vila to the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the supervisory board.</i>				
8.2	Elect Michael Kleinemeier to the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the supervisory board.</i>				
8.3	Elect Carla Kriwet to the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the supervisory board.</i>				

Merck KGaA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8.4	Elect Barbara Lambert to the Supervisory Board	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the supervisory board.</i>					
8.5	Elect Stefan Palzer to the Supervisory Board	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the supervisory board.</i>					
8.6	Elect Susanne Schaffert to the Supervisory Board	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the supervisory board.</i>					
9	Approve Remuneration Policy for the Supervisory Board	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the remuneration policy for supervisory board members is warranted because it is in line with market practice and no significant concerns are noted.</i>					
10	Amend Articles Re: Proof of Entitlement	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the proposed article amendment is warranted because it reflects amendments in line with new German statutory requirements.</i>					

Pearson Plc

Meeting Date: 04/26/2024 **Country:** United Kingdom **Ticker:** PSON
Record Date: 04/24/2024 **Meeting Type:** Annual
Primary Security ID: G69651100

Shares Voted: 3,354

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>					
2	Approve Final Dividend	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>					
3	Elect Omar Abbosh as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: Items 3-5, 7-12 A vote FOR these Directors is warranted as no significant concerns have been identified. Item 6 A vote AGAINST the re-election of Sherry Coutu is considered warranted: * As Chair of the Remuneration Committee for the year under review, she is considered to be ultimately responsible for the Company's remuneration practices. The response to significant shareholder dissent received by the remuneration policy resolution at the 2023 AGM is not considered sufficient. See Item 13 for further analysis.</i>					
4	Elect Alison Dolan as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: Items 3-5, 7-12 A vote FOR these Directors is warranted as no significant concerns have been identified. Item 6 A vote AGAINST the re-election of Sherry Coutu is considered warranted: * As Chair of the Remuneration Committee for the year under review, she is considered to be ultimately responsible for the Company's remuneration practices. The response to significant shareholder dissent received by the remuneration policy resolution at the 2023 AGM is not considered sufficient. See Item 13 for further analysis.</i>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Elect Alex Hardiman as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Items 3-5, 7-12 A vote FOR these Directors is warranted as no significant concerns have been identified. Item 6 A vote AGAINST the re-election of Sherry Coutu is considered warranted: * As Chair of the Remuneration Committee for the year under review, she is considered to be ultimately responsible for the Company's remuneration practices. The response to significant shareholder dissent received by the remuneration policy resolution at the 2023 AGM is not considered sufficient. See Item 13 for further analysis.</i></p>					
6	Re-elect Sherry Coutu as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Items 3-5, 7-12 A vote FOR these Directors is warranted as no significant concerns have been identified. Item 6 A vote AGAINST the re-election of Sherry Coutu is considered warranted: * As Chair of the Remuneration Committee for the year under review, she is considered to be ultimately responsible for the Company's remuneration practices. The response to significant shareholder dissent received by the remuneration policy resolution at the 2023 AGM is not considered sufficient. See Item 13 for further analysis.</i></p>					
7	Re-elect Sally Johnson as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Items 3-5, 7-12 A vote FOR these Directors is warranted as no significant concerns have been identified. Item 6 A vote AGAINST the re-election of Sherry Coutu is considered warranted: * As Chair of the Remuneration Committee for the year under review, she is considered to be ultimately responsible for the Company's remuneration practices. The response to significant shareholder dissent received by the remuneration policy resolution at the 2023 AGM is not considered sufficient. See Item 13 for further analysis.</i></p>					
8	Re-elect Omid Kordestani as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Items 3-5, 7-12 A vote FOR these Directors is warranted as no significant concerns have been identified. Item 6 A vote AGAINST the re-election of Sherry Coutu is considered warranted: * As Chair of the Remuneration Committee for the year under review, she is considered to be ultimately responsible for the Company's remuneration practices. The response to significant shareholder dissent received by the remuneration policy resolution at the 2023 AGM is not considered sufficient. See Item 13 for further analysis.</i></p>					
9	Re-elect Esther Lee as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Items 3-5, 7-12 A vote FOR these Directors is warranted as no significant concerns have been identified. Item 6 A vote AGAINST the re-election of Sherry Coutu is considered warranted: * As Chair of the Remuneration Committee for the year under review, she is considered to be ultimately responsible for the Company's remuneration practices. The response to significant shareholder dissent received by the remuneration policy resolution at the 2023 AGM is not considered sufficient. See Item 13 for further analysis.</i></p>					
10	Re-elect Graeme Pitkethly as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Items 3-5, 7-12 A vote FOR these Directors is warranted as no significant concerns have been identified. Item 6 A vote AGAINST the re-election of Sherry Coutu is considered warranted: * As Chair of the Remuneration Committee for the year under review, she is considered to be ultimately responsible for the Company's remuneration practices. The response to significant shareholder dissent received by the remuneration policy resolution at the 2023 AGM is not considered sufficient. See Item 13 for further analysis.</i></p>					
11	Re-elect Annette Thomas as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Items 3-5, 7-12 A vote FOR these Directors is warranted as no significant concerns have been identified. Item 6 A vote AGAINST the re-election of Sherry Coutu is considered warranted: * As Chair of the Remuneration Committee for the year under review, she is considered to be ultimately responsible for the Company's remuneration practices. The response to significant shareholder dissent received by the remuneration policy resolution at the 2023 AGM is not considered sufficient. See Item 13 for further analysis.</i></p>					
12	Re-elect Lincoln Wallen as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Items 3-5, 7-12 A vote FOR these Directors is warranted as no significant concerns have been identified. Item 6 A vote AGAINST the re-election of Sherry Coutu is considered warranted: * As Chair of the Remuneration Committee for the year under review, she is considered to be ultimately responsible for the Company's remuneration practices. The response to significant shareholder dissent received by the remuneration policy resolution at the 2023 AGM is not considered sufficient. See Item 13 for further analysis.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
13	Approve Remuneration Report	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this item is considered warranted because: * The Company's remuneration policy received significant dissent at the 2023 AGM (46% against) in light of concerns around the substantial increase in both the annual bonus and LTIP maximum opportunities. Despite the level of dissent recorded, no material actions have been taken to the remuneration arrangements to address the concerns. * Concerns remain on the subjective nature of the Co-Investment Award's performance underpins and their sufficiency and appropriateness to justify the substantial payout. It is, however, recognised that the Remuneration Committee has provided commentary in the annual report on its assessment of the performance underpins. This scheme was previously supported by majority of shareholders, albeit not without notable dissents.</i>				
14	Approve Save for Shares Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this tax-approved plan is warranted because it is broad-based and no significant concerns have been identified.</i>				
15	Reappoint Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as no significant concerns have been identified.</i>				
16	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
17	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
18	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
19	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
20	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				
21	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>				

Promotora y Operadora de Infraestructura SAB de CV

Meeting Date: 04/26/2024

Country: Mexico

Ticker: PINFRA

Record Date: 04/18/2024

Meeting Type: Annual

Primary Security ID: P7925L103

Promotora y Operadora de Infraestructura SAB de CV

Shares Voted: 33,007

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Approve Board of Directors Report Pursuant to Article 28 Fraction IV of Mexican Securities Market Law	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these routine proposals is warranted because: * Audited financials are available for FY 2023, and there are no independent auditor qualifications; and * There are no known concerns regarding the company's financial statements or audit procedures.</i>				
1b	Approve Board's Report on Policies and Accounting Criteria Followed in Preparation of Financial Information	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these routine proposals is warranted because: * Audited financials are available for FY 2023, and there are no independent auditor qualifications; and * There are no known concerns regarding the company's financial statements or audit procedures.</i>				
1c	Approve Individual and Consolidated Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these routine proposals is warranted because: * Audited financials are available for FY 2023, and there are no independent auditor qualifications; and * There are no known concerns regarding the company's financial statements or audit procedures.</i>				
1d	Approve Report on Adherence to Fiscal Obligations	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these routine proposals is warranted because: * Audited financials are available for FY 2023, and there are no independent auditor qualifications; and * There are no known concerns regarding the company's financial statements or audit procedures.</i>				
1e	Approve Allocation of Income	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the company's recent payouts have fallen within a reasonable 30-100 percent range of net income.</i>				
2a1	Elect or Ratify Directors	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST Item 2a1 is warranted because, although the company has disclosed the names of its director nominees, the proposed board's level of independence fails to meet the growing expectations of institutional shareholders. A vote AGAINST The remaining items is warranted given the lack of disclosure of the proposed committee and secretary nominees.</i>				
2a2	Elect or Ratify Chairman of Audit Committee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST Item 2a1 is warranted because, although the company has disclosed the names of its director nominees, the proposed board's level of independence fails to meet the growing expectations of institutional shareholders. A vote AGAINST The remaining items is warranted given the lack of disclosure of the proposed committee and secretary nominees.</i>				
2a3	Elect or Ratify Chairman of Corporate Practices Committee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST Item 2a1 is warranted because, although the company has disclosed the names of its director nominees, the proposed board's level of independence fails to meet the growing expectations of institutional shareholders. A vote AGAINST The remaining items is warranted given the lack of disclosure of the proposed committee and secretary nominees.</i>				

Promotora y Operadora de Infraestructura SAB de CV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2a4	Elect or Ratify Members of Committees	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST Item 2a1 is warranted because, although the company has disclosed the names of its director nominees, the proposed board's level of independence fails to meet the growing expectations of institutional shareholders. A vote AGAINST The remaining items is warranted given the lack of disclosure of the proposed committee and secretary nominees.</i></p>					
2a5	Elect or Ratify Secretary (Non-Member) of Board	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST Item 2a1 is warranted because, although the company has disclosed the names of its director nominees, the proposed board's level of independence fails to meet the growing expectations of institutional shareholders. A vote AGAINST The remaining items is warranted given the lack of disclosure of the proposed committee and secretary nominees.</i></p>					
2b	Approve Corresponding Remuneration	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because: * There are no known concerns over the compensation of the company's directors; and * The company disclosed the proposed board remuneration.</i></p>					
3a	Set Maximum Amount of Share Repurchase Reserve	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these requests is warranted because: * The company's most recent share repurchase reserve was reasonable; and * There are no known concerns over previous use of the share repurchase authority.</i></p>					
3b	Approve Report on Share Repurchase Reserve	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these requests is warranted because: * The company's most recent share repurchase reserve was reasonable; and * There are no known concerns over previous use of the share repurchase authority.</i></p>					
4	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this closing formality is warranted because: * Approval of this item grants management authority to approve only items that have been approved by shareholders; and * Opposing this item could impact management's ability to execute on bona fide items that have been approved by shareholders.</i></p>					

Shanghai Baosight Software Co., Ltd.

Meeting Date: 04/26/2024 **Country:** China **Ticker:** 600845
Record Date: 04/17/2024 **Meeting Type:** Annual
Primary Security ID: Y7691Z112

Shares Voted: 16,840

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	AGM BALLOT FOR HOLDERS OF A SHARES	Mgmt			
1	Approve Report of the Board of Directors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i></p>					
2	Approve Report of the Board of Supervisors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i></p>					

Shanghai Baosight Software Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Annual Report and Summary	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
4	Approve Financial Statements	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
5	Approve Profit Distribution and Capitalization of Capital Reserves	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because the proposed dividend payout is considered reasonable.</i>					
6	Approve Financial Budget	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					
7	Approve Related Party Transaction	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted since the proposed related-party transactions include a financial service agreement with the group finance company, which may expose the company to unnecessary risks.</i>					

Shanghai Baosight Software Co., Ltd.

Meeting Date: 04/26/2024 **Country:** China **Ticker:** 600845
Record Date: 04/22/2024 **Meeting Type:** Annual
Primary Security ID: Y7691Z112

Shares Voted: 7,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	AGM BALLOT FOR HOLDERS OF B SHARES	Mgmt			
1	Approve Report of the Board of Directors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
2	Approve Report of the Board of Supervisors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
3	Approve Annual Report and Summary	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
4	Approve Financial Statements	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
5	Approve Profit Distribution and Capitalization of Capital Reserves	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because the proposed dividend payout is considered reasonable.</i>					
6	Approve Financial Budget	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					

Shanghai Baosight Software Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Approve Related Party Transaction	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST is warranted since the proposed related-party transactions include a financial service agreement with the group finance company, which may expose the company to unnecessary risks.</i></p>					

Smurfit Kappa Group Plc

Meeting Date: 04/26/2024 **Country:** Ireland **Ticker:** SKG
Record Date: 04/22/2024 **Meeting Type:** Annual
Primary Security ID: G8248F104

Shares Voted: 1,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i></p>					
2	Approve Remuneration Report	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the remuneration report is considered warranted, as no material concerns have been identified.</i></p>					
3	Approve Remuneration Policy	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the remuneration policy is considered warranted, as no material concerns have been identified.</i></p>					
4	Approve Final Dividend	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i></p>					
5a	Re-elect Irial Finan as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Irial Finan, Kaisa Hietala, Anne Anderson, Godefridus (Frits) Beurskens, and James (Jim) Lawrence is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i></p>					
5b	Re-elect Anthony Smurfit as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Irial Finan, Kaisa Hietala, Anne Anderson, Godefridus (Frits) Beurskens, and James (Jim) Lawrence is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i></p>					
5c	Re-elect Ken Bowles as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Irial Finan, Kaisa Hietala, Anne Anderson, Godefridus (Frits) Beurskens, and James (Jim) Lawrence is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i></p>					
5d	Re-elect Anne Anderson as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Irial Finan, Kaisa Hietala, Anne Anderson, Godefridus (Frits) Beurskens, and James (Jim) Lawrence is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i></p>					

Smurfit Kappa Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5e	Re-elect Frits Beurskens as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Irial Finan, Kaisa Hietala, Anne Anderson, Godefridus (Frits) Beurskens, and James (Jim) Lawrence is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
5f	Re-elect Carol Fairweather as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Irial Finan, Kaisa Hietala, Anne Anderson, Godefridus (Frits) Beurskens, and James (Jim) Lawrence is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
5g	Re-elect Mary Lynn Ferguson-McHugh as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Irial Finan, Kaisa Hietala, Anne Anderson, Godefridus (Frits) Beurskens, and James (Jim) Lawrence is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
5h	Re-elect Kaisa Hietala as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Irial Finan, Kaisa Hietala, Anne Anderson, Godefridus (Frits) Beurskens, and James (Jim) Lawrence is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
5i	Re-elect James Lawrence as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Irial Finan, Kaisa Hietala, Anne Anderson, Godefridus (Frits) Beurskens, and James (Jim) Lawrence is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
5j	Re-elect Lourdes Melgar as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Irial Finan, Kaisa Hietala, Anne Anderson, Godefridus (Frits) Beurskens, and James (Jim) Lawrence is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
5k	Re-elect Jorgen Rasmussen as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Irial Finan, Kaisa Hietala, Anne Anderson, Godefridus (Frits) Beurskens, and James (Jim) Lawrence is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
6	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 38.5 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
7	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
8	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
9	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				

Smurfit Kappa Group Plc

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

Stanley Black & Decker, Inc.

Meeting Date: 04/26/2024 **Country:** USA **Ticker:** SWK
Record Date: 02/26/2024 **Meeting Type:** Annual
Primary Security ID: 854502101

Shares Voted: 3,849

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Donald Allan, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1b	Elect Director Andrea J. Ayers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1c	Elect Director Susan K. Carter	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1d	Elect Director Debra A. Crew	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1e	Elect Director Michael D. Hankin	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1f	Elect Director Robert J. Manning	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1g	Elect Director Adrian V. Mitchell	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director Jane M. Palmieri	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1i	Elect Director Mojdeh Poul	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1j	Elect Director Irving Tan *Withdrawn Resolution*	Mgmt			

Stanley Black & Decker, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted. Although TSR targets median performance and one metric in the LTI is measured annually, half of the CEO's equity awards are targeted to be performance-conditioned. In addition, the STI plan was entirely based on pre-set financial measures.</i></p>					
3	Approve Omnibus Stock Plan	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i></p>					
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST the ratification of the company's auditor is warranted given that non-audit fees represent 27.50 percent of the total fees received by the auditor during the fiscal year, raising substantial doubts over the independence of the auditor.</i></p>					

CapitaLand Integrated Commercial Trust

Meeting Date: 04/29/2024 **Country:** Singapore **Ticker:** C38U
Record Date: 04/26/2024 **Meeting Type:** Annual
Primary Security ID: Y1100L160

Shares Voted: 116,824

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Adopt Trustee's Report, the Manager's Statement, Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For	For
<p><i>Voting Policy Rationale: In the absence of any known issues concerning the trust's audited accounts, financial statements, and statutory reports, a vote FOR this resolution is warranted.</i></p>					
2	Approve Deloitte & Touche LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the proposed audit firm and the circumstances surrounding the change of audit firm.</i></p>					
3	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted because the issuance request without preemptive rights is within the recommended limit.</i></p>					
4	Authorize Unit Repurchase Program	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted given that the size and pricing provisions of the proposed repurchase mandate are within the recommended limits.</i></p>					

Meeting Date: 04/29/2024

Country: Norway

Ticker: DNB

Record Date: 04/22/2024

Meeting Type: Annual

Primary Security ID: R1R15X100

Shares Voted: 13,481

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Open Meeting; Elect Chairman of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
2	Approve Notice of Meeting and Agenda	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
3	Designate Inspector(s) of Minutes of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
4	Accept Financial Statements and Statutory Reports; Approve Allocation of Income and Dividends of NOK 16 Per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concern regarding the financial statements or the proposed allocation of income.</i>				
5	Approve NOK 626 Million Reduction in Share Capital via Share Cancellation and Redemption of Shares Owned by the Norwegian State	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as the cancellation of shares may improve the efficiency of the balance sheet, which may also enhance returns over the long-term.</i>				
6.a	Authorize Share Repurchase Program and Cancellation of Repurchased Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal to repurchase company shares is warranted, as the proposal includes acceptable holding, volume, and duration limits.</i>				
6.b	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal to repurchase and reissue company shares is warranted, as the proposal includes acceptable holding, volume, and duration limits.</i>				
7	Authorize Board to Raise Debt Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as the debt instruments will not cause any dilution for shareholders.</i>				
8.a	Approve Remuneration Statement (Advisory)	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed remuneration report is well described and does not contravene good European executive remuneration practice. However, concerns are noted with the lack of ex-post target disclosure for the company's STIP. As such, qualified support for this item is warranted.</i>				

DNB Bank ASA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8.b	Approve Remuneration Policy And Other Terms of Employment For Executive Management	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed remuneration policy is well described and does not contravene good European executive remuneration practice.</i>				
9	Approve Company's Corporate Governance Statement	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted, as it concerns the presentation of a routine report.</i>				
10	Reelect Kim Wahl and Olaug Svarva (Chair) as Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concern regarding the composition of the board or its committees.</i>				
11	Reelect Ingebret G. Hisdal, Jan Tore Fosund, Andre Stoylen and Camilla Grieg (Chair) as Members of Nominating Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted, because of a lack of controversy regarding the nominating committee.</i>				
12	Approve Remuneration of Directors in the Amount of NOK 1.2 Million for Chairman, NOK 520,000 for Vice Chairman and NOK 470,000 for Other Directors; Approve Remuneration for Nominating Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration proposal is warranted because of a lack of concern regarding the proposed fees.</i>				
13	Approve Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
	Shareholder Proposals Submitted by Roald Skjoldheim	Mgmt			
14	Eliminate Equity Investment Programmes for Employees, Abstain from Financing Wind Power Projects and Purchase of Electric Vehicle, Approve Monthly Payout of Accrued Interest, Approve Bitcoin exchange to cash	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted, as the shareholder has provided an insufficient rationale for the proposals and because the proposals seemingly seek to micro-manage the company.</i>				

Genuine Parts Company

Meeting Date: 04/29/2024

Country: USA

Ticker: GPC

Record Date: 02/21/2024

Meeting Type: Annual

Primary Security ID: 372460105

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Elizabeth W. Camp	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Paul Russell (Russ) Hardin, Robert (Robin) Loudermilk Jr. and Juliette Pryor for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.2	Elect Director Richard Cox, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Paul Russell (Russ) Hardin, Robert (Robin) Loudermilk Jr. and Juliette Pryor for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.3	Elect Director Paul D. Donahue	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Paul Russell (Russ) Hardin, Robert (Robin) Loudermilk Jr. and Juliette Pryor for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.4	Elect Director Gary P. Fayard	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Paul Russell (Russ) Hardin, Robert (Robin) Loudermilk Jr. and Juliette Pryor for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.5	Elect Director P. Russell Hardin	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Paul Russell (Russ) Hardin, Robert (Robin) Loudermilk Jr. and Juliette Pryor for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.6	Elect Director John R. Holder	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Paul Russell (Russ) Hardin, Robert (Robin) Loudermilk Jr. and Juliette Pryor for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.7	Elect Director Donna W. Hyland	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Paul Russell (Russ) Hardin, Robert (Robin) Loudermilk Jr. and Juliette Pryor for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.8	Elect Director John D. Johns	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Paul Russell (Russ) Hardin, Robert (Robin) Loudermilk Jr. and Juliette Pryor for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.9	Elect Director Jean-Jacques Lafont	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Paul Russell (Russ) Hardin, Robert (Robin) Loudermilk Jr. and Juliette Pryor for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.10	Elect Director Robert C. "Robin" Loudermilk, Jr.	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Paul Russell (Russ) Hardin, Robert (Robin) Loudermilk Jr. and Juliette Pryor for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				

Genuine Parts Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.11	Elect Director Wendy B. Needham	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Paul Russell (Russ) Hardin, Robert (Robin) Loudermilk Jr. and Juliette Pryor for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.12	Elect Director Juliette W. Pryor	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Paul Russell (Russ) Hardin, Robert (Robin) Loudermilk Jr. and Juliette Pryor for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.13	Elect Director Darren Rebelez	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Paul Russell (Russ) Hardin, Robert (Robin) Loudermilk Jr. and Juliette Pryor for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.14	Elect Director Charles K. Stevens, III	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Paul Russell (Russ) Hardin, Robert (Robin) Loudermilk Jr. and Juliette Pryor for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Some concern is raised by the lack of forward-looking goal disclosure for the LTI program. However, the STI is entirely based on quantified performance goals, and the LTI program is predominantly performance based.</i>				
3	Amend Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 20.36 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Hexagon AB

Meeting Date: 04/29/2024

Country: Sweden

Ticker: HEXA.B

Record Date: 04/19/2024

Meeting Type: Annual

Primary Security ID: W4R431112

Shares Voted: 10,102

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Open Meeting	Mgmt			
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
2	Elect Chairman of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Prepare and Approve List of Shareholders	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
4	Approve Agenda of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
5	Designate Inspector(s) of Minutes of Meeting	Mgmt			
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
6	Acknowledge Proper Convening of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
7	Receive President's Report	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
8.a	Receive Financial Statements and Statutory Reports	Mgmt			
	<i>Voting Policy Rationale: These are routine, non-voting items.</i>				
8.b	Receive Auditor's Report on Application of Guidelines for Remuneration for Executive Management	Mgmt			
	<i>Voting Policy Rationale: These are routine, non-voting items.</i>				
8.c	Receive the Board's Dividend Proposal	Mgmt			
	<i>Voting Policy Rationale: These are routine, non-voting items.</i>				
9.a	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the approval of the annual accounts is warranted due to a lack of concern regarding the accounts presented or audit procedures used.</i>				
9.b	Approve Allocation of Income and Dividends of EUR 0.13 Per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted due to a lack of controversy surrounding the proposed dividend.</i>				
9.c1	Approve Discharge of Ola Rollen	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or the president have not fulfilled their fiduciary duties.</i>				
9.c2	Approve Discharge of Gun Nilsson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or the president have not fulfilled their fiduciary duties.</i>				
9.c3	Approve Discharge of Marta Schorling	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or the president have not fulfilled their fiduciary duties.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
9.c4	Approve Discharge of John Brandon	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or the president have not fulfilled their fiduciary duties.</i>				
9.c5	Approve Discharge of Sofia Schorling Hogberg	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or the president have not fulfilled their fiduciary duties.</i>				
9.c6	Approve Discharge of Brett Watson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or the president have not fulfilled their fiduciary duties.</i>				
9.c7	Approve Discharge of Erik Huggers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or the president have not fulfilled their fiduciary duties.</i>				
9.c8	Approve Discharge of Ulrika Francke	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or the president have not fulfilled their fiduciary duties.</i>				
9.c9	Approve Discharge of Henrik Henriksson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or the president have not fulfilled their fiduciary duties.</i>				
9c.10	Approve Discharge of Patrick Soderlund	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or the president have not fulfilled their fiduciary duties.</i>				
9c.11	Approve Discharge of Paolo Guglielmini	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or the president have not fulfilled their fiduciary duties.</i>				
9c.12	Approve Discharge of Ola Rollen	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or the president have not fulfilled their fiduciary duties.</i>				
10	Determine Number of Members (9) and Deputy Members (0) of Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because of a lack of controversy concerning the size of the board.</i>				
11.1	Approve Remuneration of Directors in the Amount of SEK 2.4 Million for Chair and SEK 740,000 for Other Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration proposal is warranted because of a lack of concern regarding the proposed fees.</i>				
11.2	Approve Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
12.1	Reelect Ola Rollen as Director	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote FOR candidates John Brandon (Item 12.3), Brett Watson (Item 12.6), Erik Huggers (Item 12.7), Annika Falkengren (Item 12.8), and Ralph Haupter (Item 12.9) is warranted due to a lack of concern regarding the suitability of these individuals in particular. A vote AGAINST candidates Sofia Schorling Hogberg (Item 12.4) and Gun Nilsson (Item 12.5) is warranted due to their non-independent status on the audit committee with insufficient level of overall independence. Additionally, the audit committee chairman Gun Nilsson is non-independent. A vote AGAINST candidates Ola Rollen (Item 12.1) and Sofia Schorling Hogberg (Item 12.4) is warranted due to their non-independent status on the remuneration committee with insufficient level of overall independence. A vote AGAINST Marta Schorling Andreen (Item 12.2) and Sofia Schorling Hogberg (Item 12.4) is warranted due to them representing a shareholder that benefits from the company's unequal voting rights structure.</i></p>				
12.2	Reelect Marta Schorling Andreen as Director	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote FOR candidates John Brandon (Item 12.3), Brett Watson (Item 12.6), Erik Huggers (Item 12.7), Annika Falkengren (Item 12.8), and Ralph Haupter (Item 12.9) is warranted due to a lack of concern regarding the suitability of these individuals in particular. A vote AGAINST candidates Sofia Schorling Hogberg (Item 12.4) and Gun Nilsson (Item 12.5) is warranted due to their non-independent status on the audit committee with insufficient level of overall independence. Additionally, the audit committee chairman Gun Nilsson is non-independent. A vote AGAINST candidates Ola Rollen (Item 12.1) and Sofia Schorling Hogberg (Item 12.4) is warranted due to their non-independent status on the remuneration committee with insufficient level of overall independence. A vote AGAINST Marta Schorling Andreen (Item 12.2) and Sofia Schorling Hogberg (Item 12.4) is warranted due to them representing a shareholder that benefits from the company's unequal voting rights structure.</i></p>				
12.3	Reelect John Brandon as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR candidates John Brandon (Item 12.3), Brett Watson (Item 12.6), Erik Huggers (Item 12.7), Annika Falkengren (Item 12.8), and Ralph Haupter (Item 12.9) is warranted due to a lack of concern regarding the suitability of these individuals in particular. A vote AGAINST candidates Sofia Schorling Hogberg (Item 12.4) and Gun Nilsson (Item 12.5) is warranted due to their non-independent status on the audit committee with insufficient level of overall independence. Additionally, the audit committee chairman Gun Nilsson is non-independent. A vote AGAINST candidates Ola Rollen (Item 12.1) and Sofia Schorling Hogberg (Item 12.4) is warranted due to their non-independent status on the remuneration committee with insufficient level of overall independence. A vote AGAINST Marta Schorling Andreen (Item 12.2) and Sofia Schorling Hogberg (Item 12.4) is warranted due to them representing a shareholder that benefits from the company's unequal voting rights structure.</i></p>				
12.4	Reelect Sofia Schorling Hogberg as Director	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote FOR candidates John Brandon (Item 12.3), Brett Watson (Item 12.6), Erik Huggers (Item 12.7), Annika Falkengren (Item 12.8), and Ralph Haupter (Item 12.9) is warranted due to a lack of concern regarding the suitability of these individuals in particular. A vote AGAINST candidates Sofia Schorling Hogberg (Item 12.4) and Gun Nilsson (Item 12.5) is warranted due to their non-independent status on the audit committee with insufficient level of overall independence. Additionally, the audit committee chairman Gun Nilsson is non-independent. A vote AGAINST candidates Ola Rollen (Item 12.1) and Sofia Schorling Hogberg (Item 12.4) is warranted due to their non-independent status on the remuneration committee with insufficient level of overall independence. A vote AGAINST Marta Schorling Andreen (Item 12.2) and Sofia Schorling Hogberg (Item 12.4) is warranted due to them representing a shareholder that benefits from the company's unequal voting rights structure.</i></p>				
12.5	Reelect Gun Nilsson as Director	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote FOR candidates John Brandon (Item 12.3), Brett Watson (Item 12.6), Erik Huggers (Item 12.7), Annika Falkengren (Item 12.8), and Ralph Haupter (Item 12.9) is warranted due to a lack of concern regarding the suitability of these individuals in particular. A vote AGAINST candidates Sofia Schorling Hogberg (Item 12.4) and Gun Nilsson (Item 12.5) is warranted due to their non-independent status on the audit committee with insufficient level of overall independence. Additionally, the audit committee chairman Gun Nilsson is non-independent. A vote AGAINST candidates Ola Rollen (Item 12.1) and Sofia Schorling Hogberg (Item 12.4) is warranted due to their non-independent status on the remuneration committee with insufficient level of overall independence. A vote AGAINST Marta Schorling Andreen (Item 12.2) and Sofia Schorling Hogberg (Item 12.4) is warranted due to them representing a shareholder that benefits from the company's unequal voting rights structure.</i></p>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
12.6	Reelect Brett Watson as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR candidates John Brandon (Item 12.3), Brett Watson (Item 12.6), Erik Huggers (Item 12.7), Annika Falkengren (Item 12.8), and Ralph Haupter (Item 12.9) is warranted due to a lack of concern regarding the suitability of these individuals in particular. A vote AGAINST candidates Sofia Schorling Hogberg (Item 12.4) and Gun Nilsson (Item 12.5) is warranted due to their non-independent status on the audit committee with insufficient level of overall independence. Additionally, the audit committee chairman Gun Nilsson is non-independent. A vote AGAINST candidates Ola Rollen (Item 12.1) and Sofia Schorling Hogberg (Item 12.4) is warranted due to their non-independent status on the remuneration committee with insufficient level of overall independence. A vote AGAINST Marta Schorling Andreen (Item 12.2) and Sofia Schorling Hogberg (Item 12.4) is warranted due to them representing a shareholder that benefits from the company's unequal voting rights structure.</i></p>				
12.7	Reelect Erik Huggers as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR candidates John Brandon (Item 12.3), Brett Watson (Item 12.6), Erik Huggers (Item 12.7), Annika Falkengren (Item 12.8), and Ralph Haupter (Item 12.9) is warranted due to a lack of concern regarding the suitability of these individuals in particular. A vote AGAINST candidates Sofia Schorling Hogberg (Item 12.4) and Gun Nilsson (Item 12.5) is warranted due to their non-independent status on the audit committee with insufficient level of overall independence. Additionally, the audit committee chairman Gun Nilsson is non-independent. A vote AGAINST candidates Ola Rollen (Item 12.1) and Sofia Schorling Hogberg (Item 12.4) is warranted due to their non-independent status on the remuneration committee with insufficient level of overall independence. A vote AGAINST Marta Schorling Andreen (Item 12.2) and Sofia Schorling Hogberg (Item 12.4) is warranted due to them representing a shareholder that benefits from the company's unequal voting rights structure.</i></p>				
12.8	Elect Annika Falkengren as New Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR candidates John Brandon (Item 12.3), Brett Watson (Item 12.6), Erik Huggers (Item 12.7), Annika Falkengren (Item 12.8), and Ralph Haupter (Item 12.9) is warranted due to a lack of concern regarding the suitability of these individuals in particular. A vote AGAINST candidates Sofia Schorling Hogberg (Item 12.4) and Gun Nilsson (Item 12.5) is warranted due to their non-independent status on the audit committee with insufficient level of overall independence. Additionally, the audit committee chairman Gun Nilsson is non-independent. A vote AGAINST candidates Ola Rollen (Item 12.1) and Sofia Schorling Hogberg (Item 12.4) is warranted due to their non-independent status on the remuneration committee with insufficient level of overall independence. A vote AGAINST Marta Schorling Andreen (Item 12.2) and Sofia Schorling Hogberg (Item 12.4) is warranted due to them representing a shareholder that benefits from the company's unequal voting rights structure.</i></p>				
12.9	Elect Ralph Haupter as New Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR candidates John Brandon (Item 12.3), Brett Watson (Item 12.6), Erik Huggers (Item 12.7), Annika Falkengren (Item 12.8), and Ralph Haupter (Item 12.9) is warranted due to a lack of concern regarding the suitability of these individuals in particular. A vote AGAINST candidates Sofia Schorling Hogberg (Item 12.4) and Gun Nilsson (Item 12.5) is warranted due to their non-independent status on the audit committee with insufficient level of overall independence. Additionally, the audit committee chairman Gun Nilsson is non-independent. A vote AGAINST candidates Ola Rollen (Item 12.1) and Sofia Schorling Hogberg (Item 12.4) is warranted due to their non-independent status on the remuneration committee with insufficient level of overall independence. A vote AGAINST Marta Schorling Andreen (Item 12.2) and Sofia Schorling Hogberg (Item 12.4) is warranted due to them representing a shareholder that benefits from the company's unequal voting rights structure.</i></p>				
12.10	Reelect Ola Rollen as Board Chair	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST this item is warranted because the election of this individual to the board of directors is not supported.</i></p>				
12.11	Ratify PricewaterhouseCoopers AB as Auditors	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i></p>				

Hexagon AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
13	Reelect Mikael Ek Dahl (Chair), Jan Dworsky, Brett Watson and Daniel Kristiansson as Members of Nominating Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted, because of a lack of controversy regarding the nominating committee.</i>				
14	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed remuneration report is well described and does not contravene good European executive remuneration practice. However, concerns are raised with the lack of ex-post target and achievement disclosures for the company's STIP. The vote is therefore qualified.</i>				
15	Approve Remuneration Policy And Other Terms of Employment For Executive Management	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed remuneration policy is well described and does not contravene good European executive remuneration practice.</i>				
16	Approve Performance Share Program 2024/2027 for Key Employees	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the terms of the proposed equity plan are not problematic, although it would be preferable if the targets were disclosed ex ante.</i>				
17	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal to repurchase and reissue company shares is warranted, despite the lack of a disclosed volume limit, because: * There are acceptable limits on holding and duration; and * There is no evidence of past abuse of repurchase authorities.</i>				
18	Approve Issuance of up to 10 Percent of Issued Shares without Preemptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this issuance authorization is warranted because the potential share capital increase is not excessive.</i>				
19	Close Meeting	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting formality.</i>				

Ocado Group Plc

Meeting Date: 04/29/2024

Country: United Kingdom

Ticker: OCDO

Record Date: 04/25/2024

Meeting Type: Annual

Primary Security ID: G6718L106

Shares Voted: 1,545

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Remuneration Policy	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this item is considered warranted, as: * Material concerns have been identified in relation to the quantum available under the proposed remuneration structure, with the opportunity available under the proposed LTIP being materially above market norms. * Quantum concerns have also been identified regarding the use of an enhanced multiplier for the CEO's proposed FY2024 PSP award, which aims to replace his forfeited VCP extension award.</i>				
3	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the remuneration report is considered warranted, although it is not without concern because: * Certain responsibilities outlined under the metrics of the annual bonus may be considered to fall within the remit of an ED's day-to-day role. The main reasons for support are: * The annual bonus scorecard is largely quantitative in nature. * The Company utilised downward discretion for some metric outcomes. * The annual bonus has served as the primary vehicle through which variable pay has been delivered in recent years, as performance targets under the VCP have not been achieved. This is also set to continue, given that awards have yet to be made under the newly proposed PSP. * No other concerns in relation to remuneration outcomes for the year under review have been identified.</i>				
4	Re-elect Rick Haythornthwaite as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Richard (Rick) Haythornthwaite, Andrew Harrison, Julia Brown, Emma Lloyd, Joern Rausing, Nadia Shouraboura, and Julie Southern is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
5	Re-elect Tim Steiner as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Richard (Rick) Haythornthwaite, Andrew Harrison, Julia Brown, Emma Lloyd, Joern Rausing, Nadia Shouraboura, and Julie Southern is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
6	Re-elect Stephen Daintith as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Richard (Rick) Haythornthwaite, Andrew Harrison, Julia Brown, Emma Lloyd, Joern Rausing, Nadia Shouraboura, and Julie Southern is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
7	Re-elect Jorn Rausing as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Richard (Rick) Haythornthwaite, Andrew Harrison, Julia Brown, Emma Lloyd, Joern Rausing, Nadia Shouraboura, and Julie Southern is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
8	Re-elect Andrew Harrison as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Richard (Rick) Haythornthwaite, Andrew Harrison, Julia Brown, Emma Lloyd, Joern Rausing, Nadia Shouraboura, and Julie Southern is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
9	Re-elect Emma Lloyd as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Richard (Rick) Haythornthwaite, Andrew Harrison, Julia Brown, Emma Lloyd, Joern Rausing, Nadia Shouraboura, and Julie Southern is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
10	Re-elect Julie Southern as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Richard (Rick) Haythornthwaite, Andrew Harrison, Julia Brown, Emma Lloyd, Joern Rausing, Nadia Shouraboura, and Julie Southern is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
11	Re-elect Nadia Shouraboura as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Richard (Rick) Haythornthwaite, Andrew Harrison, Julia Brown, Emma Lloyd, Joern Rausing, Nadia Shouraboura, and Julie Southern is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
12	Re-elect Julia Brown as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Richard (Rick) Haythornthwaite, Andrew Harrison, Julia Brown, Emma Lloyd, Joern Rausing, Nadia Shouraboura, and Julie Southern is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
13	Elect Rachel Osborne as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Richard (Rick) Haythornthwaite, Andrew Harrison, Julia Brown, Emma Lloyd, Joern Rausing, Nadia Shouraboura, and Julie Southern is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
14	Reappoint Deloitte LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as no significant concerns have been identified.</i>				
15	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.9 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
16	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				
17	Approve Performance Share Plan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this item is considered warranted, as: * Concerns have been identified in relation to the quantum available under the proposed remuneration structure, with the opportunity available under the proposed LTIP being materially above market norms. * Quantum concerns have also been identified regarding the use of an enhanced multiplier for the CEO's proposed FY2024 PSP award, which aim to replace the forfeited VCP extension award.</i>				
18	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is considered warranted, as the proposed amounts and durations are within recommended limits.</i>				
19	Authorise Issue of Equity in Connection with a Rights Issue	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is considered warranted, as the proposed amounts and durations are within recommended limits.</i>				
20	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is considered warranted, as the proposed amounts and durations are within recommended limits.</i>				
21	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is considered warranted, as the proposed amounts and durations are within recommended limits.</i>				
22	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				

Ocado Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
23	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>					

Amplifon SpA

Meeting Date: 04/30/2024 **Country:** Italy **Ticker:** AMP
Record Date: 04/19/2024 **Meeting Type:** Extraordinary Shareholders
Primary Security ID: T0388E118

Shares Voted: 3,454

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Extraordinary Business Amend Company Bylaws Re: Article 13	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted because the proposed amendments are not in institutional shareholders best interest.</i>					
2	Amend Company Bylaws Re: Article 10	Mgmt	For	Against	Against
<i>Voting Policy Rationale: This item warrants a vote AGAINST because the proposed amendments may be detrimental to shareholder rights.</i>					
3	Approve Capital Increase and Convertible Bond Issuance Without Preemptive Rights	Mgmt	For	Against	Against
<i>Voting Policy Rationale: This item warrants a vote AGAINST because the proposed capital increase and issuance of convertible bonds represents a potentially excessive level of dilution.</i>					
4	Amend Company Bylaws	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted because the company bundles together proposals that could have been presented separately and the board is asking authorization to amend its bylaws to introduce the possibility to hold virtual-only shareholder meetings, which is seen as a reduction of shareholder rights.</i>					

Anglo American Plc

Meeting Date: 04/30/2024 **Country:** United Kingdom **Ticker:** AAL
Record Date: 04/26/2024 **Meeting Type:** Annual
Primary Security ID: G03764134

Shares Voted: 4,775

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>					

Anglo American Plc

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

Anglo American Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
13	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as no significant concerns have been identified.</i>				
14	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.1 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
15	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the remuneration report is considered warranted, although it is not without concern because: * The annual bonus paid out at c.38-39% of the maximum despite the financial targets being missed and a largely negative shareholder experience. The main reasons for support are: * The shareholder experience was partly reflected in the LTIP outcome. * The importance of non-financial metrics in this sector is acknowledged. It is also noted that the former CFO received a significant sum as relocation support. However, this is a one-off payment, albeit a sizeable one.</i>				
16	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
17	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
18	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				
19	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted, as no material concerns have been identified.</i>				

Commerzbank AG

Meeting Date: 04/30/2024 **Country:** Germany **Ticker:** CBK
Record Date: 04/08/2024 **Meeting Type:** Annual
Primary Security ID: D172W1279

Shares Voted: 16,269

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
2	Approve Allocation of Income and Dividends of EUR 0.35 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.1	Approve Discharge of Management Board Member Manfred Knof for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
3.2	Approve Discharge of Management Board Member Bettina Orlopp for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
3.3	Approve Discharge of Management Board Member Marcus Chromik for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
3.4	Approve Discharge of Management Board Member Michael Kotzbauer for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
3.5	Approve Discharge of Management Board Member Sabine MInarsky for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
3.6	Approve Discharge of Management Board Member Joerg Oliveri del Castillo-Schulz for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
3.7	Approve Discharge of Management Board Member Thomas Schaufler for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.1	Approve Discharge of Supervisory Board Member Jens Weidmann (from May 31, 2023) for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.2	Approve Discharge of Supervisory Board Member Uwe Tschaege for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.3	Approve Discharge of Supervisory Board Member Heike Anscheit for Fiscal Year 2023	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>					
4.4	Approve Discharge of Supervisory Board Member Alexander Boursanoff (until May 31, 2023) for Fiscal Year 2023	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>					
4.5	Approve Discharge of Supervisory Board Member Gunnar de Buhr for Fiscal Year 2023	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>					
4.6	Approve Discharge of Supervisory Board Member Stefan Burghardt (until May 31, 2023) for Fiscal Year 2023	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>					
4.7	Approve Discharge of Supervisory Board Member Harald Christ (from May 31, 2023) for Fiscal Year 2023	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>					
4.8	Approve Discharge of Supervisory Board Member Frank Czichowski for Fiscal Year 2023	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>					
4.9	Approve Discharge of Supervisory Board Member Sabine Dietrich for Fiscal Year 2023	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>					
4.10	Approve Discharge of Supervisory Board Member Jutta Doenges for Fiscal Year 2023	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.11	Approve Discharge of Supervisory Board Member Monika Fink (until May 31, 2023) for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.12	Approve Discharge of Supervisory Board Member Helmut Gottschalk (until May 31, 2023) for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.13	Approve Discharge of Supervisory Board Member Stefan Jennes (until May 31, 2023) for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.14	Approve Discharge of Supervisory Board Member Kerstin Jerchel for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.15	Approve Discharge of Supervisory Board Member Burkhard Keese for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.16	Approve Discharge of Supervisory Board Member Alexandra Krieger (until May 31, 2023) for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.17	Approve Discharge of Supervisory Board Member Maxi Leuchters (from May 31, 2023) for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.18	Approve Discharge of Supervisory Board Member Daniela Mattheus for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.19	Approve Discharge of Supervisory Board Member Nina Olderdissen (from May 31, 2023) for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.20	Approve Discharge of Supervisory Board Member Sandra Persiehl (from May 31, 2023) for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.21	Approve Discharge of Supervisory Board Member Michael Schramm (from May 31, 2023) for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.22	Approve Discharge of Supervisory Board Member Caroline Seifert for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.23	Approve Discharge of Supervisory Board Member Robin Stalker (until May 31, 2023) for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.24	Approve Discharge of Supervisory Board Member Gertrude Tumpel-Gugerehl for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.25	Approve Discharge of Supervisory Board Member Sascha Uebel (from May 31, 2023) for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.26	Approve Discharge of Supervisory Board Member Frank Westhoff for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.27	Approve Discharge of Supervisory Board Member Stefan Wittmann for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
5.1	Ratify KPMG AG as Auditors for Fiscal Year 2024	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR are warranted because there are no concerns regarding these proposals.</i>				

Commerzbank AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5.2	Ratify KPMG AG as Auditors for the Review of Interim Financial Statements for the Period from Dec. 31, 2024, until 2025 AGM	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR are warranted because there are no concerns regarding these proposals.</i>					
6	Approve Remuneration Report	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted because: * The company's remuneration practices are broadly in line with best practice standards in Germany, and pay and performance appear reasonably aligned at this time. * Commerzbank AG has taken several positive steps to improve its remuneration report in the past few years. However, this is not without some level of continued concern considering the relatively high pension contributions and the absence of full disclosure on retrospective targets.</i>					
7	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the proposed share repurchase program is warranted because this is a standard request in Germany and no concerns are noted.</i>					
8	Authorize Use of Financial Derivatives when Repurchasing Shares	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concerns.</i>					
9	Amend Articles Re: Electronic Securities	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the proposed article amendment is warranted due to a lack of concerns.</i>					

Constellation Energy Corporation

Meeting Date: 04/30/2024 **Country:** USA **Ticker:** CEG
Record Date: 03/06/2024 **Meeting Type:** Annual
Primary Security ID: 21037T109

Shares Voted: 2,819

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Bradley M. Halverson	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Bradley (Brad) Halverson and Charles (Chuck) Harrington for lack of diversity on the board. WITHHOLD votes are warranted for the incumbent chair of the committee responsible for climate risk oversight, Charles (Chuck) Harrington, because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>					
1.2	Elect Director Charles L. Harrington	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Bradley (Brad) Halverson and Charles (Chuck) Harrington for lack of diversity on the board. WITHHOLD votes are warranted for the incumbent chair of the committee responsible for climate risk oversight, Charles (Chuck) Harrington, because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>					

Constellation Energy Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Director Dhiaa M. Jamil	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Bradley (Brad) Halverson and Charles (Chuck) Harrington for lack of diversity on the board. WITHHOLD votes are warranted for the incumbent chair of the committee responsible for climate risk oversight, Charles (Chuck) Harrington, because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Nneka Rimmer	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Bradley (Brad) Halverson and Charles (Chuck) Harrington for lack of diversity on the board. WITHHOLD votes are warranted for the incumbent chair of the committee responsible for climate risk oversight, Charles (Chuck) Harrington, because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review. In addition, annual incentives were entirely determined by objective metrics with clearly disclosed performance targets and achieved results. Further, a majority of long-term incentives were performance conditioned and measured over a multi-year period.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 7.6 percent of the fees paid to the auditor are for non-audit purposes.</i>				

EssilorLuxottica SA

Meeting Date: 04/30/2024 **Country:** France **Ticker:** EL
Record Date: 04/26/2024 **Meeting Type:** Annual/Special
Primary Security ID: F31665106

Shares Voted: 3,649

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Ordinary Business	Mgmt			
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.</i>				
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.</i>				
3	Approve Allocation of Income and Dividends of EUR 3.95 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted because the proposed payout ratio is adequate without being excessive.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the company's report on related-party transaction is warranted in the absence of specific concern.</i>				
5	Approve Compensation Report of Corporate Officers	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this remuneration report is warranted because the board neglected shareholders' dissent during the last AGM by proposing once again a sharp increase in the CEO's remuneration policy for 2024.</i>				
6	Approve Compensation of Francesco Milleri, Chairman and CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these remuneration reports are warranted because they do not raise any significant concern.</i>				
7	Approve Compensation of Paul du Saillant, Vice-CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these remuneration reports are warranted because they do not raise any significant concern.</i>				
8	Approve Remuneration Policy of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted because it does not raise any significant concern.</i>				
9	Approve Remuneration Policy of Chairman and CEO	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Votes AGAINST these remuneration policies are warranted, despite the proposed improvements, because: * For the second year in a row, the CEO's remuneration is substantially augmented without any further significant rationale compared with last year (Item 9); * The significant raise of the Vice-CEO's package is not completely convincing (Item 10); and * Improvements proposed this year are not outweighed by the lack of rationale surrounding the proposed compensation increases for both executives.</i>				
10	Approve Remuneration Policy of Vice-CEO	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Votes AGAINST these remuneration policies are warranted, despite the proposed improvements, because: * For the second year in a row, the CEO's remuneration is substantially augmented without any further significant rationale compared with last year (Item 9); * The significant raise of the Vice-CEO's package is not completely convincing (Item 10); and * Improvements proposed this year are not outweighed by the lack of rationale surrounding the proposed compensation increases for both executives.</i>				
11	Elect Francesco Milleri as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: As the functions of chairman and CEO are combined, a vote AGAINST the reelection of Francesco Milleri (Item 11) is warranted. A vote FOR the remaining nominees is warranted.</i>				
12	Elect Paul du Saillant as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: As the functions of chairman and CEO are combined, a vote AGAINST the reelection of Francesco Milleri (Item 11) is warranted. A vote FOR the remaining nominees is warranted.</i>				
13	Elect Romolo Bardin as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: As the functions of chairman and CEO are combined, a vote AGAINST the reelection of Francesco Milleri (Item 11) is warranted. A vote FOR the remaining nominees is warranted.</i>				
14	Elect Jean-Luc Biamonti as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: As the functions of chairman and CEO are combined, a vote AGAINST the reelection of Francesco Milleri (Item 11) is warranted. A vote FOR the remaining nominees is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
15	Elect Marie-Christine Coisne-Roquette as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: As the functions of chairman and CEO are combined, a vote AGAINST the reelection of Francesco Milleri (Item 11) is warranted. A vote FOR the remaining nominees is warranted.</i>				
16	Elect Jose Gonzalo as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: As the functions of chairman and CEO are combined, a vote AGAINST the reelection of Francesco Milleri (Item 11) is warranted. A vote FOR the remaining nominees is warranted.</i>				
17	Elect Virginie Mercier Pitre as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: As the functions of chairman and CEO are combined, a vote AGAINST the reelection of Francesco Milleri (Item 11) is warranted. A vote FOR the remaining nominees is warranted.</i>				
18	Elect Mario Notari as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: As the functions of chairman and CEO are combined, a vote AGAINST the reelection of Francesco Milleri (Item 11) is warranted. A vote FOR the remaining nominees is warranted.</i>				
19	Elect Swati Piramal as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: As the functions of chairman and CEO are combined, a vote AGAINST the reelection of Francesco Milleri (Item 11) is warranted. A vote FOR the remaining nominees is warranted.</i>				
20	Elect Cristina Scocchia as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: As the functions of chairman and CEO are combined, a vote AGAINST the reelection of Francesco Milleri (Item 11) is warranted. A vote FOR the remaining nominees is warranted.</i>				
21	Elect Nathalie von Siemens as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: As the functions of chairman and CEO are combined, a vote AGAINST the reelection of Francesco Milleri (Item 11) is warranted. A vote FOR the remaining nominees is warranted.</i>				
22	Elect Andrea Zappia as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: As the functions of chairman and CEO are combined, a vote AGAINST the reelection of Francesco Milleri (Item 11) is warranted. A vote FOR the remaining nominees is warranted.</i>				
23	Appoint PricewaterhouseCoopers Audit as Auditor Responsible for Certifying Sustainability Information	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
24	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: Such share buyback programs merit a vote FOR.</i>				
25	Extraordinary Business Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as such share capital reductions are favorable to shareholders.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
26	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights, with a Binding Priority Right up to Aggregate Nominal Amount of EUR 4,084,624	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the authorizations under Items 26 to 30 are warranted as their proposed volumes respect the recommended guidelines for issuances without preemptive rights. A vote FOR the total limit proposed under Item 31 is warranted as it limits shareholder dilution under all authorizations together.</i>				
27	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 4,084,624	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the authorizations under Items 26 to 30 are warranted as their proposed volumes respect the recommended guidelines for issuances without preemptive rights. A vote FOR the total limit proposed under Item 31 is warranted as it limits shareholder dilution under all authorizations together.</i>				
28	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Above	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the authorizations under Items 26 to 30 are warranted as their proposed volumes respect the recommended guidelines for issuances without preemptive rights. A vote FOR the total limit proposed under Item 31 is warranted as it limits shareholder dilution under all authorizations together.</i>				
29	Authorize Capital Increase of up to 5 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the authorizations under Items 26 to 30 are warranted as their proposed volumes respect the recommended guidelines for issuances without preemptive rights. A vote FOR the total limit proposed under Item 31 is warranted as it limits shareholder dilution under all authorizations together.</i>				
30	Authorize Capital Increase of Up to EUR 4,084,624 for Future Exchange Offers	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the authorizations under Items 26 to 30 are warranted as their proposed volumes respect the recommended guidelines for issuances without preemptive rights. A vote FOR the total limit proposed under Item 31 is warranted as it limits shareholder dilution under all authorizations together.</i>				
31	Set Total Limit for Capital Increase to Result from All Issuance Requests at EUR 4,084,624	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the authorizations under Items 26 to 30 are warranted as their proposed volumes respect the recommended guidelines for issuances without preemptive rights. A vote FOR the total limit proposed under Item 31 is warranted as it limits shareholder dilution under all authorizations together.</i>				
32	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the plans could increase employee participation to a level of ownership that would remain acceptable for savings-related share purchase plans.</i>				

EssilorLuxottica SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
33	Authorize up to 2.5 Percent of Issued Capital for Use in Restricted Stock Plans Reserved for Employees and Corporate Officers With Performance Conditions Attached	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted in the absence of significant concern.</i>				
34	Ordinary Business	Mgmt			
34	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this routine item is warranted.</i>				

FMC Corporation

Meeting Date: 04/30/2024 **Country:** USA **Ticker:** FMC
Record Date: 03/04/2024 **Meeting Type:** Annual
Primary Security ID: 302491303

Shares Voted: 3,750

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Pierre Brondeau	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members C. Scott Greer, Eduardo Cordeiro, Carol (John) Davidson, Kathy Fortmann and Margareth Oevrum is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1b	Elect Director Eduardo E. Cordeiro	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members C. Scott Greer, Eduardo Cordeiro, Carol (John) Davidson, Kathy Fortmann and Margareth Oevrum is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1c	Elect Director Carol Anthony ("John") Davidson	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members C. Scott Greer, Eduardo Cordeiro, Carol (John) Davidson, Kathy Fortmann and Margareth Oevrum is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1d	Elect Director Mark Douglas	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members C. Scott Greer, Eduardo Cordeiro, Carol (John) Davidson, Kathy Fortmann and Margareth Oevrum is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1e	Elect Director Kathy L. Fortmann	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members C. Scott Greer, Eduardo Cordeiro, Carol (John) Davidson, Kathy Fortmann and Margareth Oevrum is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				

FMC Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1f	Elect Director C. Scott Greer	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members C. Scott Greer, Eduardo Cordeiro, Carol (John) Davidson, Kathy Fortmann and Margareth Oevrum is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1g	Elect Director K'Lynne Johnson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members C. Scott Greer, Eduardo Cordeiro, Carol (John) Davidson, Kathy Fortmann and Margareth Oevrum is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1h	Elect Director Dirk A. Kempthorne	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members C. Scott Greer, Eduardo Cordeiro, Carol (John) Davidson, Kathy Fortmann and Margareth Oevrum is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1i	Elect Director Margareth Ovrum	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members C. Scott Greer, Eduardo Cordeiro, Carol (John) Davidson, Kathy Fortmann and Margareth Oevrum is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1j	Elect Director Robert C. Pallash	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members C. Scott Greer, Eduardo Cordeiro, Carol (John) Davidson, Kathy Fortmann and Margareth Oevrum is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1k	Elect Director Patricia Verduin	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members C. Scott Greer, Eduardo Cordeiro, Carol (John) Davidson, Kathy Fortmann and Margareth Oevrum is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 9.92 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * A majority of equity awards to the CEO are not tied to performance-contingent pay elements; * High CEO pay relative to company performance compared to the company's peers.</i>				
4	Adopt Simple Majority Vote	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that the elimination of the supermajority vote requirement would enhance shareholder rights.</i>				

GEA Group AG

Meeting Date: 04/30/2024

Country: Germany

Ticker: G1A

Record Date: 04/08/2024

Meeting Type: Annual

Primary Security ID: D28304109

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
2	Approve Allocation of Income and Dividends of EUR 1.00 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i>				
3	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the company's remuneration practices are broadly in line with, and even exceed in some respects, best practice standards in Germany and pay and performance appear reasonably aligned at this time. Nevertheless, it is not without some concerns: * The remuneration report lacks a detailed explanation regarding STI target adjustments that were made to financial targets in the year under review. However, we note that an explanation is available in the 2022 remuneration report; and * Ex-post disclosure surrounding the assessment of the individual performance modifier under the STI is somewhat underdeveloped.</i>				
4	Approve Discharge of Management Board for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
5	Approve Discharge of Supervisory Board for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
6	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2024	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposed auditor is warranted due to a lack of significant concerns.</i>				
7.1	Elect Andreas Renschler to the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed new nominees are warranted at this time.</i>				
7.2	Elect Axel Stepken to the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed new nominees are warranted at this time.</i>				
8.1	Amend Articles Re: Proof of Entitlement	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed article amendments are warranted because: * The amendment proposed under Item 8.1 reflects amendments in line with new German statutory requirements; and * The amendments proposed under Item 8.2 reflect the company's relatively newly staggered board and is mostly considered editorial in nature.</i>				
8.2	Amend Articles Re: Supervisory Board Term of Office	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed article amendments are warranted because: * The amendment proposed under Item 8.1 reflects amendments in line with new German statutory requirements; and * The amendments proposed under Item 8.2 reflect the company's relatively newly staggered board and is mostly considered editorial in nature.</i>				

GEA Group AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
9	Approve Climate Roadmap 2040	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the company's climate transition plan is warranted as no significant concerns have been identified: * The company has a net-zero ambition by 2040, as well as intermediate targets for its scope 1, 2, and 3 emissions recently validated by the SBTi, as aligned with a 1.5°C scenario; and * Additionally, it has set a 2026 target for its scope 1 and 2 emissions.</i></p>					

Grupo Mexico S.A.B. de C.V.

Meeting Date: 04/30/2024 **Country:** Mexico **Ticker:** GMEXICOB
Record Date: 04/22/2024 **Meeting Type:** Annual
Primary Security ID: P49538112

Shares Voted: 28,490

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these routine proposals is warranted because: * Audited financials are available for FY 2022, and there are no independent auditor qualifications; and * There are no known concerns regarding the company's financial statements or audit procedures.</i></p>					
2	Present Report on Compliance with Fiscal Obligations	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these routine proposals is warranted because: * Audited financials are available for FY 2022, and there are no independent auditor qualifications; and * There are no known concerns regarding the company's financial statements or audit procedures.</i></p>					
3	Approve Allocation of Income	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because the company's payouts in recent years have fallen within a reasonable 30-100 percent range of net income.</i></p>					
4	Approve Policy Related to Acquisition of Own Shares; Set Aggregate Nominal Amount of Share Repurchase Reserve	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this request is warranted because: * The company's most recent share repurchase reserve was reasonable; and * There are no known concerns over previous use of the share repurchase authority.</i></p>					
5	Approve Discharge of Board of Directors, Executive Chairman and Board Committees	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because: * This is a routine procedure in Mexico; and * There is no concrete evidence of negligence or abuse on part of the board or management.</i></p>					
6	Ratify Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because: * The company's most recent auditor opinion is unqualified; and * There are no known concerns over the company's relationship with its external auditor.</i></p>					

Grupo Mexico S.A.B. de C.V.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Elect and/or Ratify Directors; Verify Independence of Board Members; Elect or Ratify Chairmen and Members of Board Committees	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this item is warranted because: * The names of the director candidates are not disclosed; * There is a lack of gender diversity on the current board; * The company has bundled the election of directors into a single voting item; * Undisclosed bundled director election proposals disenfranchise shareholders voting by proxy; and * The company is not aligned with investor expectations on Net Zero by 2050 targets and commitments.</i></p>					
8	Approve Granting/Withdrawal of Powers	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because lack of timely disclosure regarding the proposed granting or withdrawing of powers prevents international institutional shareholders from making an informed voting decision.</i></p>					
9	Approve Remuneration of Directors and Members of Board Committees	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because: * There are no known concerns over the compensation of the company's directors; and * Mexican companies typically do not disclose director remuneration proposals.</i></p>					
10	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this closing formality is warranted because: * Approval of this item grants management authority to approve only items that have been approved by shareholders; and * Opposing this item could impact management's ability to execute on bona fide items that have been approved by shareholders.</i></p>					

Hermes International SCA

Meeting Date: 04/30/2024

Country: France

Ticker: RMS

Record Date: 04/26/2024

Meeting Type: Annual/Special

Primary Security ID: F48051100

Shares Voted: 161

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Ordinary Business	Mgmt			
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.</i></p>					
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.</i></p>					
3	Approve Discharge of General Managers	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted given the lack of any specific concern with the management board's actions over the past year.</i></p>					

Hermes International SCA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Approve Allocation of Income and Dividends of EUR 25 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted because the proposed payout ratio is adequate without being excessive.</i>				
5	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company failed to provide sufficient information concerning a consulting agreement entered into with Studio des Fleurs. It is therefore impossible to ascertain that the continuation of this agreement is in shareholders' interests; and * The company fails to provide comprehensive information regarding the transactions with RDAI. In this context, it is impossible to ascertain that the continuation of transactions with RDAI is in the interest of all shareholders.</i>				
6	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: This resolution warrants a vote AGAINST as the share repurchase program can be continued during a takeover period.</i>				
7	Approve Compensation Report of Corporate Officers	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this remuneration report is warranted as: * The discretionary power to set executives' remunerations lies in the hands of the General Partner, which is the same legal entity as one of the General Managers and is controlled by the family of the other General Manager, leading to an important conflict of interest; * The pay equity ratio's perimeter is not relevant to all the company's employees; and * As previous years, the company remains unresponsive about last AGM's significant dissent on compensation-related items.</i>				
8	Approve Compensation of Axel Dumas, General Manager	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Votes AGAINST these remuneration reports are warranted because the discretionary power to set executives' remunerations lies in the hands of the general partner, which is the same legal entity as one of the general managers and is controlled by the family of the other general manager, leading to an important conflict of interest. The structure of the statutory remuneration seems biased as the methodology used to fix the base salary is inherently inflationist (indexed upward only on previous year results) and as the variable remuneration is nearly uncapped.</i>				
9	Approve Compensation of Emile Hermes SAS, General Manager	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Votes AGAINST these remuneration reports are warranted because the discretionary power to set executives' remunerations lies in the hands of the general partner, which is the same legal entity as one of the general managers and is controlled by the family of the other general manager, leading to an important conflict of interest. The structure of the statutory remuneration seems biased as the methodology used to fix the base salary is inherently inflationist (indexed upward only on previous year results) and as the variable remuneration is nearly uncapped.</i>				
10	Approve Compensation of Eric de Seynes, Chairman of the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>				
11	Approve Remuneration Policy of General Managers	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this remuneration policy is warranted, despite the proposal to add an annual cap to the raise of the executives' fixed salary, because: * The discretionary power to set executives' remunerations lies in the hands of the General Partner, which is the same legal entity as one of the General Managers and is controlled by the family of the other General Manager, leading to an important conflict of interest; * The structure of the statutory remuneration seems biased as the methodology used to fix the base salary is inherently inflationist (indexed upward only on previous year results) and as the variable remuneration is nearly uncapped; * Adding an annual cap to the fixed salary increases would not entirely remove those systemic issues; and * The company does not provide any rationale supporting the addition of a new pension scheme for Axel Dumas.</i>				

Hermes International SCA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
12	Approve Remuneration Policy of Supervisory Board Members	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted because it does not raise any significant concern.</i>				
13	Reelect Matthieu Dumas as Supervisory Board Member	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Votes AGAINST the reelections of Matthieu Dumas, Blaise Guerrand and Olympia Guerrand as non-independent nominees are warranted given the lack of independence at board level (28.6 percent vs 33.3 percent recommended) (Items 13 to 15). In addition, votes AGAINST the reelections of Matthieu Dumas, Blaise Guerrand and Olympia Guerrand are warranted since they are affiliated with the Hermes family, indirectly benefiting from the company's distortive voting structure (Items 13 to 15). A vote FOR the reelection of Alexandre Viros as independent nominee is warranted in the absence of specific concerns (Item 16).</i>				
14	Reelect Blaise Guerrand as Supervisory Board Member	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Votes AGAINST the reelections of Matthieu Dumas, Blaise Guerrand and Olympia Guerrand as non-independent nominees are warranted given the lack of independence at board level (28.6 percent vs 33.3 percent recommended) (Items 13 to 15). In addition, votes AGAINST the reelections of Matthieu Dumas, Blaise Guerrand and Olympia Guerrand are warranted since they are affiliated with the Hermes family, indirectly benefiting from the company's distortive voting structure (Items 13 to 15). A vote FOR the reelection of Alexandre Viros as independent nominee is warranted in the absence of specific concerns (Item 16).</i>				
15	Reelect Olympia Guerrand as Supervisory Board Member	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Votes AGAINST the reelections of Matthieu Dumas, Blaise Guerrand and Olympia Guerrand as non-independent nominees are warranted given the lack of independence at board level (28.6 percent vs 33.3 percent recommended) (Items 13 to 15). In addition, votes AGAINST the reelections of Matthieu Dumas, Blaise Guerrand and Olympia Guerrand are warranted since they are affiliated with the Hermes family, indirectly benefiting from the company's distortive voting structure (Items 13 to 15). A vote FOR the reelection of Alexandre Viros as independent nominee is warranted in the absence of specific concerns (Item 16).</i>				
16	Reelect Alexandre Viros as Supervisory Board Member	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes AGAINST the reelections of Matthieu Dumas, Blaise Guerrand and Olympia Guerrand as non-independent nominees are warranted given the lack of independence at board level (28.6 percent vs 33.3 percent recommended) (Items 13 to 15). In addition, votes AGAINST the reelections of Matthieu Dumas, Blaise Guerrand and Olympia Guerrand are warranted since they are affiliated with the Hermes family, indirectly benefiting from the company's distortive voting structure (Items 13 to 15). A vote FOR the reelection of Alexandre Viros as independent nominee is warranted in the absence of specific concerns (Item 16).</i>				
17	Appoint PricewaterhouseCoopers Audit as Authorized Sustainability Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
18	Extraordinary Business Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as such share capital reductions are favorable to shareholders.</i>				
19	Authorize up to 2 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted because: * No information is available on the existence of performance conditions. * The vesting period is not sufficiently long-term oriented. * The performance period is not disclosed.</i>				
20	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this routine item is warranted.</i>				

International Business Machines Corporation

Meeting Date: 04/30/2024

Country: USA

Ticker: IBM

Record Date: 03/01/2024

Meeting Type: Annual

Primary Security ID: 459200101

Shares Voted: 24,271

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Marianne C. Brown	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrew Liveris and Alfred (AI) Zollar is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Thomas Buberl	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrew Liveris and Alfred (AI) Zollar is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director David N. Farr	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrew Liveris and Alfred (AI) Zollar is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Alex Gorsky	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrew Liveris and Alfred (AI) Zollar is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Michelle J. Howard	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrew Liveris and Alfred (AI) Zollar is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Arvind Krishna	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrew Liveris and Alfred (AI) Zollar is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Andrew N. Liveris	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrew Liveris and Alfred (AI) Zollar is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Frederick William McNabb, III	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrew Liveris and Alfred (AI) Zollar is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Michael Miebach	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrew Liveris and Alfred (AI) Zollar is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Martha E. Pollack	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrew Liveris and Alfred (AI) Zollar is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Peter R. Voser	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrew Liveris and Alfred (AI) Zollar is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

International Business Machines Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1l	Elect Director Frederick H. Waddell	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrew Liveris and Alfred (AI) Zollar is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1m	Elect Director Alfred W. Zollar	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrew Liveris and Alfred (AI) Zollar is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.29 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as pay is reasonably aligned with performance for the year under review and the majority of compensation is conditioned on objective financial performance metrics.</i>				
4	Report on Lobbying Payments and Policy	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as additional disclosure of the company's direct and indirect lobbying-related expenditures would help shareholders better assess the risks and benefits associated with the company's participation in the public policy process.</i>				
5	Report on Risks Related to Operations in China	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. The company appears to provide shareholders with sufficient disclosure to assess its management of risks related to its operations in China and has policies in place that address human rights concerns raised by the proponent.</i>				
6	Provide Right to Act by Written Consent	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that the reduction in the threshold required to exercise written consent would enhance shareholder rights.</i>				
7	Report on Climate Lobbying	SH	Against	For	For
	<i>Voting Policy Rationale: Support FOR the proposal is warranted. Additional disclosure would help shareholders better evaluate how the company is addressing any misalignments between its direct and indirect lobbying activities and its public commitment to achieve net zero emissions by 2050.</i>				
8	Adopt Science-Based GHG Emissions Targets Including for Value Chain Emissions	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as shareholders would benefit from the company's adoption of science-based targets including for scope 3 emissions.</i>				

Knorr-Bremse AG

Meeting Date: 04/30/2024

Country: Germany

Ticker: KBX

Record Date: 04/08/2024

Meeting Type: Annual

Primary Security ID: D4S43E114

Shares Voted: 7,933

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
2	Approve Allocation of Income and Dividends of EUR 1.64 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i>				
3	Approve Discharge of Management Board for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4	Approve Discharge of Supervisory Board for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
5	Ratify KPMG AG as Auditors for Fiscal Year 2024 and for the Review of Interim Financial Statements for the First Half of Fiscal Year 2024	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
6	Approve Remuneration Policy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed remuneration policy is broadly in line with market practice and SRD II.</i>				
7	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the company's remuneration practices are broadly in line with best practice standards in Germany and pay and performance appear reasonably aligned at this time. However, it is not without some concerns: * During the year under review, the STI and LTI targets for the CFO were increased without rationale. * It is unclear whether shareholders' concerns have been fully addressed.</i>				

Nexi SpA

Meeting Date: 04/30/2024 **Country:** Italy **Ticker:** NEXI
Record Date: 04/19/2024 **Meeting Type:** Annual/Special
Primary Security ID: T6S18J104

Shares Voted: 11,655

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

Nexi SpA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Financial Statements, Statutory Reports, and Allocation of Income	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the company's financial statements and the proposed income allocation do not raise major concerns. Support for the approval of the financial statements is however qualified due to the shareholder meeting format, which will not allow shareholders to actively participate in the AGM and interact with the management during the meeting.</i>				
2a	Approve Remuneration Policy	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: This item warrants a vote AGAINST because: * The CEO/GM remuneration package continues to appear rather generous. * Termination payments may exceed 24 months of pay and the company includes the LTI component in the calculation for severance payments. * Under the company's long-term incentive plan, the targets related to Operating Cash Flow and ESG KPIs (weighting 60 percent of the assignable awards) are undisclosed, and the objectives associated to the Relative TSR (weighting 40 percent of the assignable awards) may prove unchallenging.</i>				
2b	Approve Second Section of the Remuneration Report	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: This item warrants a vote AGAINST because the level of pay for the CEO/GM was excessive relative to peers and company performance.</i>				
3	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: These items warrant a vote FOR because the company has provided a valid rationale in support of these proposals, and no material concerns have been noticed. This is not without highlighting that the company does not mention the maximum number of shares that can be repurchased and held under the buyback authorization.</i>				
4	Elect Francesco Casiraghi as Director and Approve Director's Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: This item warrants a vote FOR because the company has provided full information on the proposed candidate.</i>				
	Extraordinary Business	Mgmt			
1	Authorize Cancellation of Treasury Shares without Reduction of Share Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: These items warrant a vote FOR because the company has provided a valid rationale in support of these proposals, and no material concerns have been noticed. This is not without highlighting that the company does not mention the maximum number of shares that can be repurchased and held under the buyback authorization.</i>				

Novonesis AS Novozymes AS

Meeting Date: 04/30/2024

Country: Denmark

Ticker: NSIS.B

Record Date: 04/23/2024

Meeting Type: Annual

Primary Security ID: K7317J133

Shares Voted: 27,964

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Report of Board	Mgmt			
	<i>Voting Policy Rationale: This is a routine, non-voting item.</i>				

Novonesis AS Novozymes AS

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the approval of the annual accounts is warranted due to a lack of concern regarding the accounts presented or audit procedures used.</i>				
3	Approve Allocation of Income and Dividends of DKK 2 Per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted due to a lack of controversy surrounding the proposed dividend.</i>				
4	Approve Remuneration Report (Advisory Vote)	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this item is warranted because the proposed remuneration report does not meet prevailing market standards given the company's status on the main index. The remuneration report does not provide enough disclosure regarding the nonfinancial performance criteria, corresponding to half of the STIP. Further, while the company's use of extraordinary remuneration mandates may be justified, additional disclosures would have been well-received, especially concerning the sign on bonus awarded to the new CFO during the fiscal year in review.</i>				
5	Approve Remuneration of Directors in the Amount of DKK 1.6 Million for Chairman, DKK 1.09 Million for Vice Chairman and DKK 545,700 for Other Directors; Approve Remuneration for Committee Work; Approve Remuneration for Committee Work	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration proposal is warranted because of a lack of concern regarding the proposed fees.</i>				
6.a	Reelect Cornelis (Cees) de Jong (Chair) as Director	Mgmt	For	Abstain	Abstain
	<i>Voting Policy Rationale: An ABSTAIN vote for incumbent nomination committee members Cornelis (Cees) de Jong, Kasim Kutay and Kim Narelle Stratton is warranted for lack of diversity on the board. An ABSTAIN vote for Heine Dalsgaard is warranted due to his position as a non-independent chairman of the audit committee. An ABSTAIN vote for Kasim Kutay is further warranted as he represents the shareholder primarily benefitting from the company's superior voting rights share structure. A vote FOR the remaining director nominees is warranted.</i>				
7.a	Reelect Jesper Brandgaard (Vice Chair) as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: An ABSTAIN vote for incumbent nomination committee members Cornelis (Cees) de Jong, Kasim Kutay and Kim Narelle Stratton is warranted for lack of diversity on the board. An ABSTAIN vote for Heine Dalsgaard is warranted due to his position as a non-independent chairman of the audit committee. An ABSTAIN vote for Kasim Kutay is further warranted as he represents the shareholder primarily benefitting from the company's superior voting rights share structure. A vote FOR the remaining director nominees is warranted.</i>				
8.a	Reelect Heine Dalsgaard as Director	Mgmt	For	Abstain	Abstain
	<i>Voting Policy Rationale: An ABSTAIN vote for incumbent nomination committee members Cornelis (Cees) de Jong, Kasim Kutay and Kim Narelle Stratton is warranted for lack of diversity on the board. An ABSTAIN vote for Heine Dalsgaard is warranted due to his position as a non-independent chairman of the audit committee. An ABSTAIN vote for Kasim Kutay is further warranted as he represents the shareholder primarily benefitting from the company's superior voting rights share structure. A vote FOR the remaining director nominees is warranted.</i>				

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Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8.b	Reelect Sharon James as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: An ABSTAIN vote for incumbent nomination committee members Cornelis (Cees) de Jong, Kasim Kutay and Kim Narelle Stratton is warranted for lack of diversity on the board. An ABSTAIN vote for Heine Dalsgaard is warranted due to his position as a non-independent chairman of the audit committee. An ABSTAIN vote for Kasim Kutay is further warranted as he represents the shareholder primarily benefitting from the company's superior voting rights share structure. A vote FOR the remaining director nominees is warranted.</i>				
8.c	Reelect Kasim Kutay as Director	Mgmt	For	Abstain	Abstain
	<i>Voting Policy Rationale: An ABSTAIN vote for incumbent nomination committee members Cornelis (Cees) de Jong, Kasim Kutay and Kim Narelle Stratton is warranted for lack of diversity on the board. An ABSTAIN vote for Heine Dalsgaard is warranted due to his position as a non-independent chairman of the audit committee. An ABSTAIN vote for Kasim Kutay is further warranted as he represents the shareholder primarily benefitting from the company's superior voting rights share structure. A vote FOR the remaining director nominees is warranted.</i>				
8.d	Reelect Lise Kaae as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: An ABSTAIN vote for incumbent nomination committee members Cornelis (Cees) de Jong, Kasim Kutay and Kim Narelle Stratton is warranted for lack of diversity on the board. An ABSTAIN vote for Heine Dalsgaard is warranted due to his position as a non-independent chairman of the audit committee. An ABSTAIN vote for Kasim Kutay is further warranted as he represents the shareholder primarily benefitting from the company's superior voting rights share structure. A vote FOR the remaining director nominees is warranted.</i>				
8.e	Reelect Kevin Lane as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: An ABSTAIN vote for incumbent nomination committee members Cornelis (Cees) de Jong, Kasim Kutay and Kim Narelle Stratton is warranted for lack of diversity on the board. An ABSTAIN vote for Heine Dalsgaard is warranted due to his position as a non-independent chairman of the audit committee. An ABSTAIN vote for Kasim Kutay is further warranted as he represents the shareholder primarily benefitting from the company's superior voting rights share structure. A vote FOR the remaining director nominees is warranted.</i>				
8.f	Reelect Morten Otto Alexander Sommer as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: An ABSTAIN vote for incumbent nomination committee members Cornelis (Cees) de Jong, Kasim Kutay and Kim Narelle Stratton is warranted for lack of diversity on the board. An ABSTAIN vote for Heine Dalsgaard is warranted due to his position as a non-independent chairman of the audit committee. An ABSTAIN vote for Kasim Kutay is further warranted as he represents the shareholder primarily benefitting from the company's superior voting rights share structure. A vote FOR the remaining director nominees is warranted.</i>				
8.g	Reelect Kim Stratton as Director	Mgmt	For	Abstain	Abstain
	<i>Voting Policy Rationale: An ABSTAIN vote for incumbent nomination committee members Cornelis (Cees) de Jong, Kasim Kutay and Kim Narelle Stratton is warranted for lack of diversity on the board. An ABSTAIN vote for Heine Dalsgaard is warranted due to his position as a non-independent chairman of the audit committee. An ABSTAIN vote for Kasim Kutay is further warranted as he represents the shareholder primarily benefitting from the company's superior voting rights share structure. A vote FOR the remaining director nominees is warranted.</i>				
9.a	Ratify Ernst & Young as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because the company is changing the auditor due to auditor rotation rules.</i>				
10.a	Approve Creation of DKK 93.7 Million Pool of Capital in B Shares without Preemptive Rights; DKK 93.7 Million Pool of Capital with Preemptive Rights; and Pool of Capital in Warrants without Preemptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the potential share capital increase is not excessive.</i>				

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Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10.b	Authorize Share Repurchase Program	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal to repurchase company shares is warranted, as the proposal includes acceptable holding, volume, and duration limits.</i>				
10.c	Authorize Board to Decide on the Distribution of Extraordinary Dividends	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposed authorization is warranted as it would facilitate return to shareholders and there are no concerns noted with the past practices regarding dividend distributions.</i>				
10.d1	Allow General Meetings to be Held in English	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as it is deemed uncontroversial.</i>				
10.d2	Approve Maximum Increase in Share Under Articles 5.1, 5.2 and 5.3 up to DKK 103 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as the potential share capital increase is not excessive.</i>				
10.d3	Approve Indemnification of Members of the Board of Directors and Executive Management	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted, as the indemnification agreement specifies that the board directors and executive management covered under the indemnification will not be indemnified in cases of fraudulent actions, gross negligence, and deliberate or criminal actions.</i>				
10.d4	Amend Articles Re: Editorial Changes	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted since the amendments are neutral in terms of shareholder rights.</i>				
11	Amend Remuneration Policy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed remuneration policy is well described and does not contravene good European executive remuneration practice. However, the vote is qualified as concerns remain with the discretionary bonus mandate.</i>				
12	Authorize Editorial Changes to Adopted Resolutions in Connection with Registration with Danish Authorities	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this formality is warranted as it will not have any impact on the material content of the adopted resolutions.</i>				
13	Other Business	Mgmt			
	<i>Voting Policy Rationale: This is a routine, non-voting item.</i>				

PACCAR Inc

Meeting Date: 04/30/2024

Country: USA

Ticker: PCAR

Record Date: 03/05/2024

Meeting Type: Annual

Primary Security ID: 693718108

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Mark C. Pigott	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Schulz, Dame Alison Carnwath, Roderick (Rod) McGeary and Gregory Spierkel is warranted for lack of diversity on the board. A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Mark Schulz, is further warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Dame Alison J. Carnwath	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Schulz, Dame Alison Carnwath, Roderick (Rod) McGeary and Gregory Spierkel is warranted for lack of diversity on the board. A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Mark Schulz, is further warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Franklin L. Feder	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Schulz, Dame Alison Carnwath, Roderick (Rod) McGeary and Gregory Spierkel is warranted for lack of diversity on the board. A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Mark Schulz, is further warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director R. Preston Feight	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Schulz, Dame Alison Carnwath, Roderick (Rod) McGeary and Gregory Spierkel is warranted for lack of diversity on the board. A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Mark Schulz, is further warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Kirk S. Hachigian	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Schulz, Dame Alison Carnwath, Roderick (Rod) McGeary and Gregory Spierkel is warranted for lack of diversity on the board. A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Mark Schulz, is further warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Barbara B. Hulit	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Schulz, Dame Alison Carnwath, Roderick (Rod) McGeary and Gregory Spierkel is warranted for lack of diversity on the board. A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Mark Schulz, is further warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Roderick C. McGeary	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Schulz, Dame Alison Carnwath, Roderick (Rod) McGeary and Gregory Spierkel is warranted for lack of diversity on the board. A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Mark Schulz, is further warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Cynthia A. Niekamp	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Schulz, Dame Alison Carnwath, Roderick (Rod) McGeary and Gregory Spierkel is warranted for lack of diversity on the board. A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Mark Schulz, is further warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.9	Elect Director John M. Pigott	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Schulz, Dame Alison Carnwath, Roderick (Rod) McGeary and Gregory Spierkel is warranted for lack of diversity on the board. A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Mark Schulz, is further warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1.10	Elect Director Ganesh Ramaswamy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Schulz, Dame Alison Carnwath, Roderick (Rod) McGeary and Gregory Spierkel is warranted for lack of diversity on the board. A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Mark Schulz, is further warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1.11	Elect Director Mark A. Schulz	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Schulz, Dame Alison Carnwath, Roderick (Rod) McGeary and Gregory Spierkel is warranted for lack of diversity on the board. A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Mark Schulz, is further warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1.12	Elect Director Gregory M. E. Spierkel	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Schulz, Dame Alison Carnwath, Roderick (Rod) McGeary and Gregory Spierkel is warranted for lack of diversity on the board. A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Mark Schulz, is further warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
2	Amend Non-Employee Director Restricted Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that: * The shareholder value transfer appears to be within a reasonable range; * The plan does not allow for repricing of stock options without prior shareholder approval; and * The equity burn rate is reasonable.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; and * The company maintains an auto-accelerated equity vesting change-in-control provision;</i>				
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.61 percent of the fees paid to the auditor are for non-audit purposes.</i>				
5	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year	One Year
	<i>Voting Policy Rationale: A vote for the adoption of an ANNUAL say-on-pay frequency is warranted. Annual say-on-pay votes are considered a best practice as they give shareholders a regular opportunity to opine on executive pay.</i>				
6	Report on Climate Lobbying	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted at this time as shareholders may benefit from a more complete evaluation of climate lobbying activities being conducted by the company and on the company's behalf.</i>				

Meeting Date: 04/30/2024

Country: Switzerland

Ticker: SDZ

Record Date: 04/24/2024

Meeting Type: Annual

Primary Security ID: H7140B103

Shares Voted: 5,422

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the annual accounts, annual report, and auditor's report for the fiscal year in review is warranted.</i>				
2	Approve Non-Financial Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the approval of the company's non-financial report is warranted due to a lack of significant concerns.</i>				
3	Approve Allocation of Income and Dividends of CHF 0.45 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i>				
4	Approve Discharge of Board and Senior Management	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the formal discharge of the board of directors and senior management is warranted, as there is no evidence that the board and senior management have not fulfilled their fiduciary duties.</i>				
5.1.1	Reelect Gilbert Ghostine as Director and Board Chair	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
5.1.2	Reelect Karen Huebscher as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
5.1.3	Reelect Shamiram Feinglass as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
5.1.4	Reelect Urs Riedener as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
5.1.5	Reelect Aarti Shah as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
5.1.6	Reelect Ioannis Skoufalos as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
5.1.7	Reelect Maria Varsellona as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5.2.1	Elect Mathai Mammen as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
5.2.2	Elect Graeme Pitkethly as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
5.2.3	Elect Michael Rechsteiner as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
5.3a1	Reappoint Urs Riedener as Member of the Human Capital and ESG Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
5.3a2	Reappoint Aarti Shah as Member of the Human Capital and ESG Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
5.3a3	Reappoint Ioannis Skoufalos as Member of the Human Capital and ESG Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
5.3a4	Reappoint Maria Varsellona as Member of the Human Capital and ESG Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
5.3.2	Appoint Michael Rechsteiner as Member of the Human Capital and ESG Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the board of directors.</i>				
6.1	Approve Remuneration of Directors in the Amount of CHF 3.4 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount is in line with market practice.</i>				
6.2	Approve Remuneration of Executive Committee in the Amount of CHF 45.2 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposal appears to be in line with market practice and does not raise significant concerns.</i>				
6.3	Approve Remuneration Report (Non-Binding)	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the remuneration report is warranted because the company's stand-alone remuneration practices appear in line with market practice and no significant concerns are noted.</i>				

Sandoz Group AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Ratify KPMG AG as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
8	Designate Advoro Zurich AG as Independent Proxy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concerns.</i>				
9	Transact Other Business (Voting)	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because: * This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and * The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.</i>				

Sanofi

Meeting Date: 04/30/2024 **Country:** France **Ticker:** SAN
Record Date: 04/26/2024 **Meeting Type:** Annual/Special
Primary Security ID: F5548N101

Shares Voted: 17,517

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Ordinary Business	Mgmt			
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.</i>				
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.</i>				
3	Approve Allocation of Income and Dividends of EUR 3.76 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted because the proposed payout ratio is adequate without being excessive.</i>				
4	Reelect Rachel Duan as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR the (re)elections of these independent nominees are warranted at this time.</i>				
5	Reelect Lise Kingo as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR the (re)elections of these independent nominees are warranted at this time.</i>				
6	Elect Clotilde Delbos as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR the (re)elections of these independent nominees are warranted at this time.</i>				
7	Elect Anne-Francoise Nesmes as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR the (re)elections of these independent nominees are warranted at this time.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8	Elect John Sundry as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR the (re)elections of these independent nominees are warranted at this time.</i>				
9	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>				
10	Approve Compensation of Serge Weinberg, Chairman of the Board from January 1, 2023 to May 25, 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>				
11	Approve Compensation of Frederic Oudea, Chairman of the Board Since May 25, 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>				
12	Approve Compensation of Paul Hudson, CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted although the following concerns are raised: * Under LTIP's structure an overachieved criterion can offset one underachieved; * The free-cash flow performance criterion attached to the granted LTIP allows vesting for underperforming the budget; The main reasons for support are: * There are no other concerns.</i>				
13	Approve Remuneration Policy of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted because it does not raise any significant concern.</i>				
14	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted because it does not raise any significant concern.</i>				
15	Approve Remuneration Policy of CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted although the following concerns are raised: * The LTIP performance conditions still allow partial compensatory effects between criteria. * The LTIP performance conditions allow partial vesting for financial performances below budget. The main reason for support is: * There are no other concerns.</i>				
16	Appoint Mazars as Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
17	Appoint Mazars as Auditor Responsible for Certifying Sustainability Information	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
18	Appoint PricewaterhouseCoopers Audit as Auditor Responsible for Certifying Sustainability Information	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
19	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: Such share buyback programs merit a vote FOR.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
20	Extraordinary Business Authorize up to 1.5 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted, although the following concerns are raised: * Under the plans' structure two overachieved criteria can partially offset one underachieved; and * The minimum threshold allows for vesting below the budget under the FCF criterion. The main reasons for support are: * Overall the plans' terms are deemed acceptable and the level of disclosure is considered satisfactory.</i>					
21	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted as it does not raise concerns.</i>					
22	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees and Corporate Officers of International Subsidiaries	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted as it does not raise concerns.</i>					
23	Ordinary Business Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this routine item is warranted.</i>					

United States Steel Corporation

Meeting Date: 04/30/2024 Country: USA Ticker: X
 Record Date: 03/04/2024 Meeting Type: Annual
 Primary Security ID: 912909108

Shares Voted: 3,113

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Tracy A. Atkinson	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alicia Davis, Terry Dunlap, John Engel, Jeh Johnson, Paul Mascarenas and Patricia Tracey is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>					
1b	Elect Director Andrea J. Ayers	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alicia Davis, Terry Dunlap, John Engel, Jeh Johnson, Paul Mascarenas and Patricia Tracey is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>					
1c	Elect Director David B. Burritt	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alicia Davis, Terry Dunlap, John Engel, Jeh Johnson, Paul Mascarenas and Patricia Tracey is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>					

United States Steel Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1d	Elect Director Alicia J. Davis	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alicia Davis, Terry Dunlap, John Engel, Jeh Johnson, Paul Mascarenas and Patricia Tracey is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1e	Elect Director Terry L. Dunlap	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alicia Davis, Terry Dunlap, John Engel, Jeh Johnson, Paul Mascarenas and Patricia Tracey is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1f	Elect Director John J. Engel	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alicia Davis, Terry Dunlap, John Engel, Jeh Johnson, Paul Mascarenas and Patricia Tracey is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1g	Elect Director John V. Faraci	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alicia Davis, Terry Dunlap, John Engel, Jeh Johnson, Paul Mascarenas and Patricia Tracey is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1h	Elect Director Murry S. Gerber	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alicia Davis, Terry Dunlap, John Engel, Jeh Johnson, Paul Mascarenas and Patricia Tracey is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1i	Elect Director Jeh C. Johnson	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alicia Davis, Terry Dunlap, John Engel, Jeh Johnson, Paul Mascarenas and Patricia Tracey is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1j	Elect Director Paul A. Mascarenas	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alicia Davis, Terry Dunlap, John Engel, Jeh Johnson, Paul Mascarenas and Patricia Tracey is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1k	Elect Director Michael H. McGarry	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alicia Davis, Terry Dunlap, John Engel, Jeh Johnson, Paul Mascarenas and Patricia Tracey is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1l	Elect Director David S. Sutherland	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alicia Davis, Terry Dunlap, John Engel, Jeh Johnson, Paul Mascarenas and Patricia Tracey is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1m	Elect Director Patricia A. Tracey	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alicia Davis, Terry Dunlap, John Engel, Jeh Johnson, Paul Mascarenas and Patricia Tracey is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i>				

United States Steel Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

Voting Policy Rationale: A vote FOR this item is warranted because only 7.41 percent of the fees paid to the auditor are for non-audit purposes.

VERBUND AG

Meeting Date: 04/30/2024 **Country:** Austria **Ticker:** VER
Record Date: 04/20/2024 **Meeting Type:** Annual
Primary Security ID: A91460104

Shares Voted: 7,173

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt			
<i>Voting Policy Rationale: This is a non-voting item.</i>					
2	Approve Allocation of Income and Dividends of EUR 3.40 per Share and Special Dividends of EUR 0.75 per Share	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i>					
3	Approve Discharge of Management Board for Fiscal Year 2023	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>					
4	Approve Discharge of Supervisory Board for Fiscal Year 2023	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>					
5	Ratify Ernst & Young as Auditors and as Auditor for the Sustainability Reporting for Fiscal Year 2024	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR are warranted because there are no concerns regarding these proposals.</i>					
6	Approve Remuneration Report	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the company's remuneration practices are broadly in line with Austrian market practice and pay and performance appear reasonably aligned at this time. However, it is not without some concern: * Ex-post disclosure to explain the evolution of variable payouts versus company performance remains underdeveloped, particularly with regard to non-financial metrics and vested LTI awards.</i>					
7.1	Elect Martin Ohneberg as Supervisory Board Member	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes AGAINST the non-independent nominees, Eva Eberhartinger and Ingrid Hengster, are warranted because of the failure to establish a sufficiently independent board. However, a vote FOR the independent directors, Martin Ohneberg and Guenter Eckhardt Ruemmler, are warranted due to a lack of concerns.</i>					

VERBUND AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7.2	Elect Ingrid Hengster as Supervisory Board Member	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Votes AGAINST the non-independent nominees, Eva Eberhartinger and Ingrid Hengster, are warranted because of the failure to establish a sufficiently independent board. However, a vote FOR the independent directors, Martin Ohneberg and Guenter Eckhardt Ruemmler, are warranted due to a lack of concerns.</i></p>					
7.3	Elect Eva Eberhartinger as Supervisory Board Member	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Votes AGAINST the non-independent nominees, Eva Eberhartinger and Ingrid Hengster, are warranted because of the failure to establish a sufficiently independent board. However, a vote FOR the independent directors, Martin Ohneberg and Guenter Eckhardt Ruemmler, are warranted due to a lack of concerns.</i></p>					
7.4	Elect Eckhardt Ruemmler as Supervisory Board Member	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes AGAINST the non-independent nominees, Eva Eberhartinger and Ingrid Hengster, are warranted because of the failure to establish a sufficiently independent board. However, a vote FOR the independent directors, Martin Ohneberg and Guenter Eckhardt Ruemmler, are warranted due to a lack of concerns.</i></p>					
8	Amend Articles of Association	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the proposed article amendments is warranted because they are overall non-contentious in nature and largely have been made to improve readability, as well as reflect amendments in line with Austrian governance and statutory requirements. However, support is qualified because the amendments would also allow the possibility to hold virtual general meetings until the end of 2028, and the company has not explained under which circumstances it would hold meetings in the virtual and/or in-person format. Nevertheless, we do note that: * The authorization is limited until Dec. 31, 2028. * This year's AGM is being held in-person. * A shareholder minority of 5 percent can demand that the next ordinary shareholders' meeting be held in presence or hybrid if the previous meeting was virtual (in line with Austrian law). * Shareholders' participation rights in the virtual format would be protected (in line with Austrian law).</i></p>					

VICI Properties Inc.

Meeting Date: 04/30/2024 **Country:** USA **Ticker:** VICI
Record Date: 03/04/2024 **Meeting Type:** Annual
Primary Security ID: 925652109

Shares Voted: 16,314

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director James R. Abrahamson	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Diana Cantor, Elizabeth Holland, and Michael (Mike) Rumbolz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Diana F. Cantor	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Diana Cantor, Elizabeth Holland, and Michael (Mike) Rumbolz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director Monica H. Douglas	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Diana Cantor, Elizabeth Holland, and Michael (Mike) Rumbolz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

VICI Properties Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1d	Elect Director Elizabeth I. Holland	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Diana Cantor, Elizabeth Holland, and Michael (Mike) Rumbolz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1e	Elect Director Craig Macnab	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Diana Cantor, Elizabeth Holland, and Michael (Mike) Rumbolz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1f	Elect Director Edward B. Pitoniak	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Diana Cantor, Elizabeth Holland, and Michael (Mike) Rumbolz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1g	Elect Director Michael D. Rumbolz	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Diana Cantor, Elizabeth Holland, and Michael (Mike) Rumbolz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance were reasonably aligned for the year in review.</i></p>					
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
<p><i>Voting Policy Rationale: A vote for the adoption of an ANNUAL say-on-pay frequency is warranted. Annual say-on-pay votes are considered a best practice as they give shareholders a regular opportunity to opine on executive pay.</i></p>					

Wells Fargo & Company

Meeting Date: 04/30/2024

Country: USA

Ticker: WFC

Record Date: 03/04/2024

Meeting Type: Annual

Primary Security ID: 949746101

Shares Voted: 29,031

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Steven D. Black	Mgmt	For	For	For
1b	Elect Director Mark A. Chancy	Mgmt	For	For	For

Wells Fargo & Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1c	Elect Director Celeste A. Clark	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST all director nominees is warranted due to the allegations and legal risks the company faces with respect to its prevention of workplace harassment and discrimination in tandem with its failure to provide sufficient responsiveness to a related majority-supported shareholder proposal. A vote AGAINST incumbent Nominating Committee members Celeste Clark, Theodore (Ted) Craver Jr., Wayne Hewett, and Ronald Sargent is further warranted for lack of diversity on the board. Further concern regarding Governance Committee members Clark, Craven, Sargent, and Hewett is warranted given the board's partial responsiveness to last year's majority-supported shareholder proposal related to simple majority voting.</i></p>				
1d	Elect Director Theodore F. Craver, Jr.	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST all director nominees is warranted due to the allegations and legal risks the company faces with respect to its prevention of workplace harassment and discrimination in tandem with its failure to provide sufficient responsiveness to a related majority-supported shareholder proposal. A vote AGAINST incumbent Nominating Committee members Celeste Clark, Theodore (Ted) Craver Jr., Wayne Hewett, and Ronald Sargent is further warranted for lack of diversity on the board. Further concern regarding Governance Committee members Clark, Craven, Sargent, and Hewett is warranted given the board's partial responsiveness to last year's majority-supported shareholder proposal related to simple majority voting.</i></p>				
1e	Elect Director Richard K. Davis	Mgmt	For	For	For
1f	Elect Director Fabian T. Garcia	Mgmt	For	For	For
1g	Elect Director Wayne M. Hewett	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST all director nominees is warranted due to the allegations and legal risks the company faces with respect to its prevention of workplace harassment and discrimination in tandem with its failure to provide sufficient responsiveness to a related majority-supported shareholder proposal. A vote AGAINST incumbent Nominating Committee members Celeste Clark, Theodore (Ted) Craver Jr., Wayne Hewett, and Ronald Sargent is further warranted for lack of diversity on the board. Further concern regarding Governance Committee members Clark, Craven, Sargent, and Hewett is warranted given the board's partial responsiveness to last year's majority-supported shareholder proposal related to simple majority voting.</i></p>				
1h	Elect Director CeCelia G. Morken	Mgmt	For	For	For
1i	Elect Director Maria R. Morris	Mgmt	For	For	For
1j	Elect Director Felicia F. Norwood	Mgmt	For	For	For
1k	Elect Director Ronald L. Sargent	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST all director nominees is warranted due to the allegations and legal risks the company faces with respect to its prevention of workplace harassment and discrimination in tandem with its failure to provide sufficient responsiveness to a related majority-supported shareholder proposal. A vote AGAINST incumbent Nominating Committee members Celeste Clark, Theodore (Ted) Craver Jr., Wayne Hewett, and Ronald Sargent is further warranted for lack of diversity on the board. Further concern regarding Governance Committee members Clark, Craven, Sargent, and Hewett is warranted given the board's partial responsiveness to last year's majority-supported shareholder proposal related to simple majority voting.</i></p>				
1l	Elect Director Charles W. Scharf	Mgmt	For	For	For
1m	Elect Director Suzanne M. Vautrinot	Mgmt	For	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, with caution. While some concerns are raised regarding the discretionary nature of incentive award determinations and the absence of certain shareholder-friendly disclosures, these issues have not resulted in a quantitative pay-for-performance misalignment. Additionally, financial metrics considered were largely consistent with the prior year and LTI awards were majority performance-conditioned based on clearly-disclosed multi-year goals. A quantitative pay-for-performance misalignment going forward may be met with increased scrutiny of pay program structure and disclosures.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 4.7 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Opt Out of Section 203 of the Delaware General Corporation Law	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR both proposals is warranted as opting out of an anti-takeover provision and removing supermajority requirements would improve shareholder rights.</i>				
5	Eliminate Supermajority Vote Requirement to Amend the Local Directors Provision	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR both proposals is warranted as opting out of an anti-takeover provision and removing supermajority requirements would improve shareholder rights.</i>				
6	Report on Prevention of Workplace Harassment and Discrimination	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted, as the increased transparency would help shareholders assess how the company is managing associated risks and current practices.</i>				
7	Commission Third Party Assessment on Company's Commitment to Freedom of Association and Collective Bargaining Rights	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as shareholders would benefit from an assessment of the company's respect for its employees' right to freedom of association and collective bargaining.</i>				
8	Report on Respecting Indigenous Peoples' Rights	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. The bank and its shareholders are likely to benefit from increased transparency regarding due diligence around indigenous peoples' rights in project-related financing and clients' activities, for existing and future business.</i>				
9	Issue Audited Report on Climate Transition Policies	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted as the company appears to provide sufficient disclosure around the risks and opportunities associated with its policies and practices related to the energy transition.</i>				
10	Report on Climate Lobbying	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. The company and its shareholders are likely to benefit from a review of how the company's and its trade associations' lobbying positions align with its climate goals.</i>				
11	Report on Congruency of Political Spending with Company Values and Priorities	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as a report on the company's congruence of political expenditures with stated values would enable shareholders to have a more comprehensive understanding of how the company oversees and manages risks related to its political partnerships.</i>				

Wells Fargo & Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
12	Report on Lobbying Payments and Policy	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted, as greater disclosure would allow shareholders to better evaluate the company's lobbying activities.</i></p>					
13	Report on Risks Related to Discrimination Against Individuals Including Religious/Political Views	SH	Against	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this resolution is warranted as the company provides adequate disclosures related to its commitment to not discriminate against customers.</i></p>					

Carlisle Companies Incorporated

Meeting Date: 05/01/2024 **Country:** USA **Ticker:** CSL
Record Date: 03/06/2024 **Meeting Type:** Annual
Primary Security ID: 142339100

Shares Voted: 889

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director James D. Frias	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Maia Hansen is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Maia A. Hansen	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Maia Hansen is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director Corrine D. Ricard	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Maia Hansen is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Amend Charter	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the board is proposing to move provisions relating to shareholder nomination of directors from the charter to the bylaws, and to adopt a right of proxy access on terms which are standard among public companies in the US.</i></p>					
3	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i></p>					
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i></p>					
5	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; and * The company maintains a modified single trigger change-in-control agreement provision.</i></p>					

Carlisle Companies Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.01 percent of the fees paid to the auditor are for non-audit purposes.</i>					

Cognex Corporation

Meeting Date: 05/01/2024 **Country:** USA **Ticker:** CGNX
Record Date: 03/01/2024 **Meeting Type:** Annual
Primary Security ID: 192422103

Shares Voted: 439

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Sachin Lawande	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Sachin Lawande is warranted for lack of diversity on the board. A vote FOR the remaining director nominee Marjorie Sennett is warranted.</i>					
1.2	Elect Director Marjorie T. Sennett	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Sachin Lawande is warranted for lack of diversity on the board. A vote FOR the remaining director nominee Marjorie Sennett is warranted.</i>					
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST the proposal is warranted. Though the annual bonus payout was reasonable for the year in review, the program has a potential for payments significantly above target. These potential above-target payments also appear to be based solely on the compensation committee's discretion. Further, though the performance criterion in the annual equity program is rigorous and is measured over a multi-year period, a significant majority of the annual equity grant does not utilize pre-set performance criteria.</i>					

Federal Realty Investment Trust

Meeting Date: 05/01/2024 **Country:** USA **Ticker:** FRT
Record Date: 03/13/2024 **Meeting Type:** Annual
Primary Security ID: 313745101

Shares Voted: 3,208

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director David W. Faeder	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					

Federal Realty Investment Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director Elizabeth I. Holland	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.3	Elect Director Nicole Y. Lamb-Hale	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.4	Elect Director Thomas A. McEachin	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.5	Elect Director Anthony P. Nader, III	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.6	Elect Director Gail P. Steinel	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.7	Elect Director Donald C. Wood	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; and * The company maintains a modified single trigger change-in-control agreement provision.</i>				
3	Ratify Grant Thornton, LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
4	Other Business	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted, as proposals which are detrimental to shareholder value may arise without shareholders having the opportunity to make a fully informed vote on the issue.</i>				

Flutter Entertainment Plc

Meeting Date: 05/01/2024

Country: Ireland

Ticker: FLTR

Record Date: 03/28/2024

Meeting Type: Annual

Primary Security ID: G3643J108

Shares Voted: 1,510

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect John Bryant as Director	Mgmt	For	Against	Against

Flutter Entertainment Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members John Bryant, Holly Koeppel, Nancy Dubuc, Alfred (Al) Hurley Jr. and Carolan Lennon is warranted for lack of diversity on the board. A vote FOR this director is warranted, although it is not without concern: * Paul Edgecliffe-Johnson served as audit committee member at Thomas Cook Group plc, which entered into compulsory liquidation on 23 September 2019. The FRC, the UK's regulatory body for audit, has launched an investigation into the collapse of Thomas Cook Group plc. The main reason for support is: * The FRC's investigation into Thomas Cook Group plc remains ongoing and its outcome is pending. A vote FOR the remaining nominees are warranted at this time.</i></p>				
2a	Re-elect Nancy Cruickshank as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members John Bryant, Holly Koeppel, Nancy Dubuc, Alfred (Al) Hurley Jr. and Carolan Lennon is warranted for lack of diversity on the board. A vote FOR this director is warranted, although it is not without concern: * Paul Edgecliffe-Johnson served as audit committee member at Thomas Cook Group plc, which entered into compulsory liquidation on 23 September 2019. The FRC, the UK's regulatory body for audit, has launched an investigation into the collapse of Thomas Cook Group plc. The main reason for support is: * The FRC's investigation into Thomas Cook Group plc remains ongoing and its outcome is pending. A vote FOR the remaining nominees are warranted at this time.</i></p>				
2b	Re-elect Nancy Dubuc as Director	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members John Bryant, Holly Koeppel, Nancy Dubuc, Alfred (Al) Hurley Jr. and Carolan Lennon is warranted for lack of diversity on the board. A vote FOR this director is warranted, although it is not without concern: * Paul Edgecliffe-Johnson served as audit committee member at Thomas Cook Group plc, which entered into compulsory liquidation on 23 September 2019. The FRC, the UK's regulatory body for audit, has launched an investigation into the collapse of Thomas Cook Group plc. The main reason for support is: * The FRC's investigation into Thomas Cook Group plc remains ongoing and its outcome is pending. A vote FOR the remaining nominees are warranted at this time.</i></p>				
2c	Re-elect Paul Edgecliffe-Johnson as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members John Bryant, Holly Koeppel, Nancy Dubuc, Alfred (Al) Hurley Jr. and Carolan Lennon is warranted for lack of diversity on the board. A vote FOR this director is warranted, although it is not without concern: * Paul Edgecliffe-Johnson served as audit committee member at Thomas Cook Group plc, which entered into compulsory liquidation on 23 September 2019. The FRC, the UK's regulatory body for audit, has launched an investigation into the collapse of Thomas Cook Group plc. The main reason for support is: * The FRC's investigation into Thomas Cook Group plc remains ongoing and its outcome is pending. A vote FOR the remaining nominees are warranted at this time.</i></p>				
2d	Re-elect Alfred Hurley Jr as Director	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members John Bryant, Holly Koeppel, Nancy Dubuc, Alfred (Al) Hurley Jr. and Carolan Lennon is warranted for lack of diversity on the board. A vote FOR this director is warranted, although it is not without concern: * Paul Edgecliffe-Johnson served as audit committee member at Thomas Cook Group plc, which entered into compulsory liquidation on 23 September 2019. The FRC, the UK's regulatory body for audit, has launched an investigation into the collapse of Thomas Cook Group plc. The main reason for support is: * The FRC's investigation into Thomas Cook Group plc remains ongoing and its outcome is pending. A vote FOR the remaining nominees are warranted at this time.</i></p>				
2e	Re-elect Peter Jackson as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members John Bryant, Holly Koeppel, Nancy Dubuc, Alfred (Al) Hurley Jr. and Carolan Lennon is warranted for lack of diversity on the board. A vote FOR this director is warranted, although it is not without concern: * Paul Edgecliffe-Johnson served as audit committee member at Thomas Cook Group plc, which entered into compulsory liquidation on 23 September 2019. The FRC, the UK's regulatory body for audit, has launched an investigation into the collapse of Thomas Cook Group plc. The main reason for support is: * The FRC's investigation into Thomas Cook Group plc remains ongoing and its outcome is pending. A vote FOR the remaining nominees are warranted at this time.</i></p>				

Flutter Entertainment Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2f	Re-elect Holly Koeppel as Director	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members John Bryant, Holly Koeppel, Nancy Dubuc, Alfred (Al) Hurley Jr. and Carolan Lennon is warranted for lack of diversity on the board. A vote FOR this director is warranted, although it is not without concern: * Paul Edgecliffe-Johnson served as audit committee member at Thomas Cook Group plc, which entered into compulsory liquidation on 23 September 2019. The FRC, the UK's regulatory body for audit, has launched an investigation into the collapse of Thomas Cook Group plc. The main reason for support is: * The FRC's investigation into Thomas Cook Group plc remains ongoing and its outcome is pending. A vote FOR the remaining nominees are warranted at this time.</i></p>				
2g	Re-elect Carolan Lennon as Director	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members John Bryant, Holly Koeppel, Nancy Dubuc, Alfred (Al) Hurley Jr. and Carolan Lennon is warranted for lack of diversity on the board. A vote FOR this director is warranted, although it is not without concern: * Paul Edgecliffe-Johnson served as audit committee member at Thomas Cook Group plc, which entered into compulsory liquidation on 23 September 2019. The FRC, the UK's regulatory body for audit, has launched an investigation into the collapse of Thomas Cook Group plc. The main reason for support is: * The FRC's investigation into Thomas Cook Group plc remains ongoing and its outcome is pending. A vote FOR the remaining nominees are warranted at this time.</i></p>				
2h	Re-elect Atif Rafiq as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members John Bryant, Holly Koeppel, Nancy Dubuc, Alfred (Al) Hurley Jr. and Carolan Lennon is warranted for lack of diversity on the board. A vote FOR this director is warranted, although it is not without concern: * Paul Edgecliffe-Johnson served as audit committee member at Thomas Cook Group plc, which entered into compulsory liquidation on 23 September 2019. The FRC, the UK's regulatory body for audit, has launched an investigation into the collapse of Thomas Cook Group plc. The main reason for support is: * The FRC's investigation into Thomas Cook Group plc remains ongoing and its outcome is pending. A vote FOR the remaining nominees are warranted at this time.</i></p>				
3	Approve Remuneration Report	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this item is warranted, although it is not without concern: * The Remuneration Committee exercised upwards discretion in respect of annual bonus awards for FY2023. The main reasons for support are: * The Company has clearly explained its reasoning for such a decision, which was based on a factor that was not known when bonus targets were set; and * The 2022 annual report had advised that measures would be adjusted if there were relevant legislative changes in any US state.</i></p>				
4	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i></p>				
5	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i></p>				
6	Authorise Issue of Equity	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i></p>				
7a	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i></p>				
7b	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i></p>				

Flutter Entertainment Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				
9	Authorise the Company to Determine the Price Range at which Treasury Shares may be Re-issued Off-Market	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this Item is warranted, as it is a routine matter in Ireland, where the Company is incorporated.</i>				
10	Approve Transfer of the Company's Category of Listing from a Premium Listing to a Standard Listing	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as no significant concerns have been identified.</i>				
11	Adopt New Articles of Association	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted as no significant concerns have been identified. The amendments to the Articles of Association are in connection with the Proposed Transfer to facilitate the relocation of the Company's primary listing to the NYSE, where shareholder support is considered warranted.</i>				

Gibraltar Industries, Inc.

Meeting Date: 05/01/2024 **Country:** USA **Ticker:** ROCK
Record Date: 03/18/2024 **Meeting Type:** Annual
Primary Security ID: 374689107

Shares Voted: 581

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Mark G. Barberio	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1b	Elect Director William T. Bosway	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1c	Elect Director Gwendolyn G. Mizell	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1d	Elect Director Linda K. Myers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1e	Elect Director James B. Nish	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1f	Elect Director Atlee Valentine Pope	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				

Gibraltar Industries, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1g	Elect Director Manish H. Shah	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				

Molina Healthcare, Inc.

Meeting Date: 05/01/2024 **Country:** USA **Ticker:** MOH
Record Date: 03/08/2024 **Meeting Type:** Annual
Primary Security ID: 60855R100

Shares Voted: 113

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Barbara L. Brasier	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dale Wolf, Steven Orlando, and Ronna Romney is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Daniel Cooperman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dale Wolf, Steven Orlando, and Ronna Romney is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Stephen H. Lockhart	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dale Wolf, Steven Orlando, and Ronna Romney is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Steven J. Orlando	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dale Wolf, Steven Orlando, and Ronna Romney is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Ronna E. Romney	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dale Wolf, Steven Orlando, and Ronna Romney is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Richard M. Schapiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dale Wolf, Steven Orlando, and Ronna Romney is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Molina Healthcare, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1g	Elect Director Dale B. Wolf	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dale Wolf, Steven Orlando, and Ronna Romney is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Richard C. Zoretic	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dale Wolf, Steven Orlando, and Ronna Romney is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Joseph M. Zubretsky	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dale Wolf, Steven Orlando, and Ronna Romney is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review. Although PSU forward-looking targets are not disclosed, both the long- and short-term incentive programs are primarily performance-conditioned and utilize objective financial metrics.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.1 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Adopt Simple Majority Vote	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted since the company's governing documents currently do not contain any supermajority voting requirements.</i>				

PepsiCo, Inc.

Meeting Date: 05/01/2024

Country: USA

Ticker: PEP

Record Date: 03/01/2024

Meeting Type: Annual

Primary Security ID: 713448108

Shares Voted: 12,043

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Segun Agbaje	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ian Cook, Cesar Conde, Robert Pohlad, Daniel Vasella, and Darren Walker is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Jennifer Bailey	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ian Cook, Cesar Conde, Robert Pohlad, Daniel Vasella, and Darren Walker is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Cesar Conde	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ian Cook, Cesar Conde, Robert Pohlad, Daniel Vasella, and Darren Walker is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1d	Elect Director Ian Cook	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ian Cook, Cesar Conde, Robert Pohlrad, Daniel Vasella, and Darren Walker is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Edith W. Cooper	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ian Cook, Cesar Conde, Robert Pohlrad, Daniel Vasella, and Darren Walker is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Susan M. Diamond	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ian Cook, Cesar Conde, Robert Pohlrad, Daniel Vasella, and Darren Walker is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Dina Dublon	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ian Cook, Cesar Conde, Robert Pohlrad, Daniel Vasella, and Darren Walker is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Michelle Gass	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ian Cook, Cesar Conde, Robert Pohlrad, Daniel Vasella, and Darren Walker is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Ramon L. Laguarda	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ian Cook, Cesar Conde, Robert Pohlrad, Daniel Vasella, and Darren Walker is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Dave J. Lewis	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ian Cook, Cesar Conde, Robert Pohlrad, Daniel Vasella, and Darren Walker is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director David C. Page	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ian Cook, Cesar Conde, Robert Pohlrad, Daniel Vasella, and Darren Walker is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director Robert C. Pohlrad	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ian Cook, Cesar Conde, Robert Pohlrad, Daniel Vasella, and Darren Walker is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1m	Elect Director Daniel Vasella	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ian Cook, Cesar Conde, Robert Pohlrad, Daniel Vasella, and Darren Walker is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1n	Elect Director Darren Walker	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ian Cook, Cesar Conde, Robert Pohlrad, Daniel Vasella, and Darren Walker is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10	Elect Director Alberto Weisser	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jan Cook, Cesar Conde, Robert Pohlad, Daniel Vasella, and Darren Walker is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance were reasonably aligned for the year in review, though shareholders would benefit from improved disclosure surrounding the annual incentive.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
5	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	Against	Against
	<i>Voting Policy Rationale: This proposal is considered overly prescriptive given that NEOs do not have problematic severance arrangements, the company has implemented adequate safeguards, and there are no recent severance-related controversies. As such, a vote AGAINST this proposal is warranted.</i>				
6	Report on Gender-Based Compensation and Benefits Inequities	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted as the company appears to provide competitive healthcare benefits and there is no evidence that the company is offering health care in a discriminatory manner.</i>				
7	Amend Bylaws to Adopt a Director Election Resignation	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted as there are no recurring issues or company-specific factors at Pepsi that suggest the proponent's more-stringent director resignation policy is necessary at this time.</i>				
8	Issue Third Party Assessment of Safety of Non-Sugar Sweeteners	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as additional disclosures would benefit shareholders by increasing transparency regarding the company's efforts to address the risks related the use of non-sugar sweeteners. Further, the request would provide greater assurance to shareholders that the company's initiatives and practices guard against possible risks to the firm.</i>				
9	Report on Risks Related to Biodiversity and Nature Loss	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as further disclosures would help shareholders assess how the company is managing related risks associated with biodiversity loss as well as adequately track progress on these issues.</i>				
10	Report on Third-Party Racial Equity Audit	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted, as additional disclosure could help shareholders assess the impacts of the company's policies and practices on racial and ethnic minority communities.</i>				
11	Report on Risks Created by the Company's Diversity, Equity, and Inclusion Efforts	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted as the company provides adequate disclosure related to its diversity, equity and inclusion efforts and its management of related risks.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
12	Issue Transparency Report on Global Public Policy and Political Influence	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted, as increased global transparency and disclosure around its memberships in political organizations and lobbying expenditures, as well as the company's its management- and board-level oversight of spending would help shareholders evaluate the company's management of related risks and benefits.</i></p>					

Pilgrim's Pride Corporation

Meeting Date: 05/01/2024 **Country:** USA **Ticker:** PPC
Record Date: 03/12/2024 **Meeting Type:** Annual
Primary Security ID: 72147K108

Shares Voted: 196

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Gilberto Tomazoni	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Gilberto Tomazoni and Andre Nogueira de Souza for lack of diversity on the board. WITHHOLD votes are warranted for Gilberto Tomazoni and Andre Nogueira de Souza for serving as non-independent members of certain key board committees. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Wesley Mendonca Batista	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Gilberto Tomazoni and Andre Nogueira de Souza for lack of diversity on the board. WITHHOLD votes are warranted for Gilberto Tomazoni and Andre Nogueira de Souza for serving as non-independent members of certain key board committees. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director Joesley Mendonca Batista	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Gilberto Tomazoni and Andre Nogueira de Souza for lack of diversity on the board. WITHHOLD votes are warranted for Gilberto Tomazoni and Andre Nogueira de Souza for serving as non-independent members of certain key board committees. A vote FOR the remaining director nominees is warranted.</i></p>					
1d	Elect Director Andre Nogueira de Souza	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Gilberto Tomazoni and Andre Nogueira de Souza for lack of diversity on the board. WITHHOLD votes are warranted for Gilberto Tomazoni and Andre Nogueira de Souza for serving as non-independent members of certain key board committees. A vote FOR the remaining director nominees is warranted.</i></p>					
1e	Elect Director Farha Aslam	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Gilberto Tomazoni and Andre Nogueira de Souza for lack of diversity on the board. WITHHOLD votes are warranted for Gilberto Tomazoni and Andre Nogueira de Souza for serving as non-independent members of certain key board committees. A vote FOR the remaining director nominees is warranted.</i></p>					
1f	Elect Director Raul Padilla	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Gilberto Tomazoni and Andre Nogueira de Souza for lack of diversity on the board. WITHHOLD votes are warranted for Gilberto Tomazoni and Andre Nogueira de Souza for serving as non-independent members of certain key board committees. A vote FOR the remaining director nominees is warranted.</i></p>					

Pilgrim's Pride Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2a	Elect Director Wallim Cruz de Vasconcellos, Junior	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Gilberto Tomazoni and Andre Nogueira de Souza for lack of diversity on the board. WITHHOLD votes are warranted for Gilberto Tomazoni and Andre Nogueira de Souza for serving as non-independent members of certain key board committees. A vote FOR the remaining director nominees is warranted.</i>				
2b	Elect Director Arquimedes A. Celis	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Gilberto Tomazoni and Andre Nogueira de Souza for lack of diversity on the board. WITHHOLD votes are warranted for Gilberto Tomazoni and Andre Nogueira de Souza for serving as non-independent members of certain key board committees. A vote FOR the remaining director nominees is warranted.</i>				
2c	Elect Director Ajay Menon	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Gilberto Tomazoni and Andre Nogueira de Souza for lack of diversity on the board. WITHHOLD votes are warranted for Gilberto Tomazoni and Andre Nogueira de Souza for serving as non-independent members of certain key board committees. A vote FOR the remaining director nominees is warranted.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				
4	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				

Pool Corporation

Meeting Date: 05/01/2024

Country: USA

Ticker: POOL

Record Date: 03/14/2024

Meeting Type: Annual

Primary Security ID: 73278L105

Shares Voted: 605

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Peter D. Arvan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James (Jim) Hope, Carlos Sabater, and David Whalen is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Martha "Marty" S. Gervasi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James (Jim) Hope, Carlos Sabater, and David Whalen is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director James "Jim" D. Hope	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James (Jim) Hope, Carlos Sabater, and David Whalen is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Pool Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1d	Elect Director Debra S. Oler	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James (Jim) Hope, Carlos Sabater, and David Whalen is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Manuel J. Perez de la Mesa	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James (Jim) Hope, Carlos Sabater, and David Whalen is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Carlos A. Sabater	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James (Jim) Hope, Carlos Sabater, and David Whalen is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director John E. Stokely	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James (Jim) Hope, Carlos Sabater, and David Whalen is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director David G. Whalen	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James (Jim) Hope, Carlos Sabater, and David Whalen is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as pay is reasonably aligned with performance for the year under review. That being said, there are concerns regarding the goal rigor of some performance equity grants, though the LTI is entirely performance-contingent with forward-looking goal disclosure and multi-year performance periods. Additionally, the STI is predominantly based on pre-set financial metrics.</i>				

Rogers Corporation

Meeting Date: 05/01/2024 **Country:** USA **Ticker:** ROG
Record Date: 03/01/2024 **Meeting Type:** Annual
Primary Security ID: 775133101

Shares Voted: 59

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Larry L. Berger	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Peter Wallace, Larry Berger and Anne Roby for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Donna M. Costello	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Peter Wallace, Larry Berger and Anne Roby for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Megan Faust	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Peter Wallace, Larry Berger and Anne Roby for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Rogers Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.4	Elect Director R. Colin Gouveia	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Peter Wallace, Larry Berger and Anne Roby for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Armand F. Lauzon, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Peter Wallace, Larry Berger and Anne Roby for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Jeffrey J. Owens	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Peter Wallace, Larry Berger and Anne Roby for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Anne K. Roby	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Peter Wallace, Larry Berger and Anne Roby for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Peter C. Wallace	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Peter Wallace, Larry Berger and Anne Roby for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.0 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				

S&P Global Inc.

Meeting Date: 05/01/2024

Country: USA

Ticker: SPGI

Record Date: 03/11/2024

Meeting Type: Annual

Primary Security ID: 78409V104

Shares Voted: 3,517

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Marco Alvera	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard (Dick) Thornburgh, Marco Alvera, William (Bill) Green, Stephanie Hill, Rebecca Jacoby and Robert Kelly is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Jacques Esculier	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard (Dick) Thornburgh, Marco Alvera, William (Bill) Green, Stephanie Hill, Rebecca Jacoby and Robert Kelly is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Director Gay Huey Evans	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard (Dick) Thornburgh, Marco Alvera, William (Bill) Green, Stephanie Hill, Rebecca Jacoby and Robert Kelly is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director William D. Green	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard (Dick) Thornburgh, Marco Alvera, William (Bill) Green, Stephanie Hill, Rebecca Jacoby and Robert Kelly is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Stephanie C. Hill	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard (Dick) Thornburgh, Marco Alvera, William (Bill) Green, Stephanie Hill, Rebecca Jacoby and Robert Kelly is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Rebecca Jacoby	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard (Dick) Thornburgh, Marco Alvera, William (Bill) Green, Stephanie Hill, Rebecca Jacoby and Robert Kelly is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Robert P. Kelly	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard (Dick) Thornburgh, Marco Alvera, William (Bill) Green, Stephanie Hill, Rebecca Jacoby and Robert Kelly is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Ian P. Livingston	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard (Dick) Thornburgh, Marco Alvera, William (Bill) Green, Stephanie Hill, Rebecca Jacoby and Robert Kelly is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director Maria R. Morris	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard (Dick) Thornburgh, Marco Alvera, William (Bill) Green, Stephanie Hill, Rebecca Jacoby and Robert Kelly is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.10	Elect Director Douglas L. Peterson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard (Dick) Thornburgh, Marco Alvera, William (Bill) Green, Stephanie Hill, Rebecca Jacoby and Robert Kelly is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.11	Elect Director Richard E. Thornburgh	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard (Dick) Thornburgh, Marco Alvera, William (Bill) Green, Stephanie Hill, Rebecca Jacoby and Robert Kelly is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.12	Elect Director Gregory Washington	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard (Dick) Thornburgh, Marco Alvera, William (Bill) Green, Stephanie Hill, Rebecca Jacoby and Robert Kelly is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Annual incentives were approximately half based on pre-set financial metrics and equity awards are primarily performance-conditioned with a multi-year performance period and pre-set targets.</i>				

S&P Global Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Amend Deferred Compensation Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: Based on an analysis of the plan amendment, a vote FOR this proposal is warranted.</i>					
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 9.20 percent of the fees paid to the auditor are for non-audit purposes.</i>					

Smith & Nephew plc

Meeting Date: 05/01/2024 **Country:** United Kingdom **Ticker:** SN
Record Date: 04/29/2024 **Meeting Type:** Annual
Primary Security ID: G82343164

Shares Voted: 11,073

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is considered warranted as no significant concerns have been identified.</i>					
2	Approve Remuneration Policy	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this resolution is considered warranted: * The Company is increasing the PSP opportunity in addition to introducing new RSP awards, in order to offer significantly increased pay packages to US-based Executives. The proposed changes to remuneration represent a significant deviation from UK good market practice and a fundamental shift from the current framework. While the Company's rationale for some level of increases for its US-based executives is acknowledged, the extent of the proposed changes is considered excessive even in the light of the Company's rationale and its stated comparisons.</i>					
3	Approve Remuneration Report	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is considered warranted as no significant concerns have been identified.</i>					
4	Approve Final Dividend	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>					
5	Elect Jeremy Maiden as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Rupert Soames, Marc Owen and Angela (Angie) Risley is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>					
6	Elect Simon Lowth as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Rupert Soames, Marc Owen and Angela (Angie) Risley is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>					
7	Elect John Rogers as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Rupert Soames, Marc Owen and Angela (Angie) Risley is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>					
8	Re-elect Rupert Soames as Director	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Rupert Soames, Marc Owen and Angela (Angie) Risley is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
9	Re-elect Jo Hallas as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Rupert Soames, Marc Owen and Angela (Angie) Risley is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
10	Re-elect John Ma as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Rupert Soames, Marc Owen and Angela (Angie) Risley is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
11	Re-elect Katarzyna Mazur-Hofsaess as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Rupert Soames, Marc Owen and Angela (Angie) Risley is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
12	Re-elect Deepak Nath as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Rupert Soames, Marc Owen and Angela (Angie) Risley is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
13	Re-elect Marc Owen as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Rupert Soames, Marc Owen and Angela (Angie) Risley is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
14	Re-elect Angie Risley as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Rupert Soames, Marc Owen and Angela (Angie) Risley is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
15	Re-elect Bob White as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Rupert Soames, Marc Owen and Angela (Angie) Risley is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
16	Appoint Deloitte LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
17	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
18	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is considered warranted because the proposed amounts and durations are within recommended limits.</i>				
19	Approve Restricted Share Plan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is considered warranted: * The Company is increasing the PSP opportunity in addition to introducing new RSP awards, in order to offer significantly increased pay packages to US-based Executives. The proposed changes to remuneration represent a significant deviation from UK good market practice and a fundamental shift from the current framework. While the Company's rationale for some level of increases for its US-based executives is acknowledged, the extent of the proposed changes is considered excessive even in the light of the Company's rationale and its stated comparisons.</i>				
20	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is considered warranted because the proposed amounts and durations are within recommended limits.</i>				

Smith & Nephew plc

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

The Coca-Cola Company

Meeting Date: 05/01/2024

Country: USA

Ticker: KO

Record Date: 03/04/2024

Meeting Type: Annual

Primary Security ID: 191216100

Shares Voted: 25,172

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Herb Allen	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST Thomas (Tom) Gayner is warranted for serving on more than three public boards while serving as a CEO of an outside company. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Marc Bolland	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST Thomas (Tom) Gayner is warranted for serving on more than three public boards while serving as a CEO of an outside company. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Ana Botin	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST Thomas (Tom) Gayner is warranted for serving on more than three public boards while serving as a CEO of an outside company. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Christopher C. Davis	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST Thomas (Tom) Gayner is warranted for serving on more than three public boards while serving as a CEO of an outside company. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Barry Diller	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST Thomas (Tom) Gayner is warranted for serving on more than three public boards while serving as a CEO of an outside company. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Carolyn Everson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST Thomas (Tom) Gayner is warranted for serving on more than three public boards while serving as a CEO of an outside company. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Helene D. Gayle	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST Thomas (Tom) Gayner is warranted for serving on more than three public boards while serving as a CEO of an outside company. A vote FOR the remaining director nominees is warranted.</i>				

The Coca-Cola Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.8	Elect Director Thomas S. Gayner	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST Thomas (Tom) Gayner is warranted for serving on more than three public boards while serving as a CEO of an outside company. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director Alexis M. Herman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST Thomas (Tom) Gayner is warranted for serving on more than three public boards while serving as a CEO of an outside company. A vote FOR the remaining director nominees is warranted.</i>				
1.10	Elect Director Maria Elena Lagomasino	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST Thomas (Tom) Gayner is warranted for serving on more than three public boards while serving as a CEO of an outside company. A vote FOR the remaining director nominees is warranted.</i>				
1.11	Elect Director Amity Millhiser	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST Thomas (Tom) Gayner is warranted for serving on more than three public boards while serving as a CEO of an outside company. A vote FOR the remaining director nominees is warranted.</i>				
1.12	Elect Director James Quincey	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST Thomas (Tom) Gayner is warranted for serving on more than three public boards while serving as a CEO of an outside company. A vote FOR the remaining director nominees is warranted.</i>				
1.13	Elect Director Caroline J. Tsay	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST Thomas (Tom) Gayner is warranted for serving on more than three public boards while serving as a CEO of an outside company. A vote FOR the remaining director nominees is warranted.</i>				
1.14	Elect Director David B. Weinberg	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST Thomas (Tom) Gayner is warranted for serving on more than three public boards while serving as a CEO of an outside company. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * A majority of equity awards to the CEO are not tied to performance-contingent pay elements; * High CEO pay relative to company performance compared to the company's peers. * High CEO pay in relation to company peer group CEO median pay levels.</i>				
3	Approve Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
4	Approve Nonqualified Employee Stock Purchase Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that the plan is broad-based, provides for a reasonable employer contribution, and has reasonable limits on employee contributions.</i>				
5	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 18.60 percent of the fees paid to the auditor are for non-audit purposes.</i>				
6	Report on Risks Created by the Company's Diversity, Equity, and Inclusion Efforts	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted as the company provides adequate disclosure related to its diversity, equity and inclusion efforts and its management of related risks.</i>				

The Coca-Cola Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Issue Third Party Assessment of Safety of Non-Sugar Sweeteners	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, as additional disclosure would help shareholders better understand the effectiveness of the company's programs to assess and mitigate potential health harms associated with the use of non-sugar sweeteners.</i></p>					
8	Report on Risks Caused by the Decline in the Quality of Accessible Medical Care	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted, as additional information on the potential risks or costs to the company and its employees associated with the decline in the quality of their accessible medical care, and the company's strategy to ameliorate these harms, would allow shareholders to assess how the company is managing such risks.</i></p>					

Unilever Plc

Meeting Date: 05/01/2024 **Country:** United Kingdom **Ticker:** ULVR
Record Date: 04/29/2024 **Meeting Type:** Annual
Primary Security ID: G92087165

Shares Voted: 10,199

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i></p>					
2	Approve Remuneration Report	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted, although it is not without concern because: * The new CEO's pay package remains relatively high and there are no changes to the operation of the pay model. The main reason for support is: * The new CEO's fixed pay will be on freeze over the next two years in response to investor feedback.</i></p>					
3	Approve Remuneration Policy	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is considered warranted, although it is not without concerns for shareholders: * The target bonus opportunity remains high, at 67% of maximum. The main reason for support is: * This is not a new feature in the pay framework, and no overriding concerns have been identified.</i></p>					
4	Approve Climate Transition Action Plan	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Qualified FOR this resolution is considered warranted. Regarding emissions reporting, the emission breakdown fails to provide insight into the extent of near-term goals covered emissions regarding Scope 3. Scope 3 emissions have not been verified by a third-party assurance and the Company did not submit its net zero ambition to the SBTi. Notwithstanding, the Company has continued to commit to achieve net zero emissions by 2039, detailing its action areas and advocacies by 2030. Also, the following main amendments to the plan are deemed sensible: * the new, near-term Scope 3 emission reduction targets following improvements to the Company's GHG emissions measurement, although they comprise c. 71% of the emissions in scope of the net zero ambition by 2039 as they exclude two notable emissions categories: indirect procurement, and third-party contract manufacturing outside of India; * the continued focus on absolute emissions reductions rather than carbon offsetting, and * the shift to focus on the specific Scope 3 emissions. It is also noted that shareholders will vote on the Company's climate plan through an advisory vote every three years.</i></p>					
5	Elect Fernando Fernandez as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Re-elect Adrian Hennah as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
7	Re-elect Andrea Jung as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
8	Re-elect Susan Kilsby as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
9	Re-elect Ruby Lu as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
10	Elect Ian Meakins as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
11	Elect Judith McKenna as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
12	Re-elect Nelson Peltz as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
13	Re-elect Hein Schumacher as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
14	Reappoint KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.1 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
15	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.1 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
16	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				
17	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
18	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
19	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				

Unilever Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
20	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>					
21	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>					
22	Adopt New Articles of Association	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted as no significant concerns have been identified.</i>					

AIB Group plc

Meeting Date: 05/02/2024 **Country:** Ireland **Ticker:** A5G
Record Date: 04/28/2024 **Meeting Type:** Annual
Primary Security ID: G0R4HJ106

Shares Voted: 24,272

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>					
2	Approve Final Dividend	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>					
3	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 23.7 percent of the total fees paid to the auditor are for non-audit purposes.</i>					
4	Ratify PricewaterhouseCoopers as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted as no significant concerns have been identified.</i>					
5a	Re-elect Anik Chaumartin as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members James (Jim) Pettigrew, Helen Normoyle, Elaine MacLean and Brendan McDonagh is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
5b	Re-elect Donal Galvin as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members James (Jim) Pettigrew, Helen Normoyle, Elaine MacLean and Brendan McDonagh is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5c	Re-elect Basil Geoghegan as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members James (Jim) Pettigrew, Helen Normoyle, Elaine MacLean and Brendan McDonagh is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
5d	Re-elect Tanya Horgan as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members James (Jim) Pettigrew, Helen Normoyle, Elaine MacLean and Brendan McDonagh is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
5e	Re-elect Colin Hunt as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members James (Jim) Pettigrew, Helen Normoyle, Elaine MacLean and Brendan McDonagh is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
5f	Re-elect Sandy Kinney Pritchard as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members James (Jim) Pettigrew, Helen Normoyle, Elaine MacLean and Brendan McDonagh is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
5g	Re-elect Elaine MacLean as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members James (Jim) Pettigrew, Helen Normoyle, Elaine MacLean and Brendan McDonagh is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
5h	Re-elect Andrew Maguire as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members James (Jim) Pettigrew, Helen Normoyle, Elaine MacLean and Brendan McDonagh is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
5i	Re-elect Brendan McDonagh as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members James (Jim) Pettigrew, Helen Normoyle, Elaine MacLean and Brendan McDonagh is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
5j	Re-elect Helen Normoyle as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members James (Jim) Pettigrew, Helen Normoyle, Elaine MacLean and Brendan McDonagh is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
5k	Re-elect Ann O'Brien as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members James (Jim) Pettigrew, Helen Normoyle, Elaine MacLean and Brendan McDonagh is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
5l	Re-elect Fergal O'Dwyer as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members James (Jim) Pettigrew, Helen Normoyle, Elaine MacLean and Brendan McDonagh is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5m	Re-elect James Pettigrew as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members James (Jim) Pettigrew, Helen Normoyle, Elaine MacLean and Brendan McDonagh is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
5n	Re-elect Jan Sijbrand as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members James (Jim) Pettigrew, Helen Normoyle, Elaine MacLean and Brendan McDonagh is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
5o	Re-elect Ranjit Singh as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members James (Jim) Pettigrew, Helen Normoyle, Elaine MacLean and Brendan McDonagh is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
6	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as no significant concerns have been identified. The Company continues to be restricted in how it can pay its directors</i>				
7	Approve Remuneration Policy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is considered warranted. Although the pension contribution rate for EDs is not aligned with the wider workforce, this issue is not being raised as a matter of concern because of the restrictions imposed on issuing awards under variable pay schemes.</i>				
8	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
9a	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
9b	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
10	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as no significant concerns have been identified.</i>				
11	Determine the Price Range at which Treasury Shares may be Re-issued Off-Market	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because no significant concerns have been identified.</i>				
12	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>				
13	Approve the Directed Buyback Contract with the Minister for Finance	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as no significant concerns have been identified.</i>				

AIB Group plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
14	Amend Articles of Association Re: Odd-Lot Offer	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these resolutions is considered warranted as no material concerns have been identified.</i>					
15	Authorise Implementation of the Odd-lot Offer	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these resolutions is considered warranted as no material concerns have been identified.</i>					
16	Authorise Off-Market Purchase of Shares	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these resolutions is considered warranted as no material concerns have been identified.</i>					

AIB Group plc

Meeting Date: 05/02/2024 **Country:** Ireland **Ticker:** A5G
Record Date: 04/28/2024 **Meeting Type:** Special
Primary Security ID: G0R4HJ106

Shares Voted: 24,272

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

Aviva Plc

Meeting Date: 05/02/2024 **Country:** United Kingdom **Ticker:** AV
Record Date: 04/30/2024 **Meeting Type:** Annual
Primary Security ID: G0683Q158

Shares Voted: 154,566

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

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Remuneration Policy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is considered warranted, although it is not without concern because: * The target bonus opportunity for non-CEO EDs is higher than the recommended level of 50% of the maximum award opportunity. * The deferral portion for annual bonuses will be reduced from 67% to 50%. The main reason for support is: * No overriding concerns have been identified, and it is recognised that the target bonus opportunity is not a new policy feature.</i>				
4	Approve Climate-Related Financial Disclosure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is considered warranted, the main reasons for support are: * The Company is committed to net zero by 2040, covering all aspects of its business. This means that the Company's target exceeds its commitments under the UN Net Zero Asset Owner Alliance to transition investment portfolios to net zero by 2050. * The Company has reached and exceeded its sustainable finance targets for 2025 in advance. * The Company's continuation to put forward its climate-related disclosures for an advisory shareholder vote on an annual basis is in line with the Say on Climate campaign call for annual votes. This ensures that shareholders are provided a recurring say on what is a rapidly developing area. However, this is not without concerns: * The Company does not include investee Scope 3 emissions (Scope 3 of Scope 3) in its estimates of investee emissions, nor has it set targets including this Scope 3. * The Company's fossil fuel position does not provide limitations regarding oil and gas companies other than those involved in Arctic Oil and Oil Sands. * The Company does not provide the associated costs with physical and transition risks.</i>				
5	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
6	Elect Ian Clark as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: An ABSTAIN vote regarding the re-election of Mike Craston is warranted as he has stepped down from the Board and this resolution has subsequently been withdrawn.</i>				
7	Re-elect George Culmer as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: An ABSTAIN vote regarding the re-election of Mike Craston is warranted as he has stepped down from the Board and this resolution has subsequently been withdrawn.</i>				
8	Re-elect Amanda Blanc as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: An ABSTAIN vote regarding the re-election of Mike Craston is warranted as he has stepped down from the Board and this resolution has subsequently been withdrawn.</i>				
9	Re-elect Charlotte Jones as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: An ABSTAIN vote regarding the re-election of Mike Craston is warranted as he has stepped down from the Board and this resolution has subsequently been withdrawn.</i>				
10	Re-elect Andrea Blance as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: An ABSTAIN vote regarding the re-election of Mike Craston is warranted as he has stepped down from the Board and this resolution has subsequently been withdrawn.</i>				
11	Re-elect Mike Craston as Director (WITHDRAWN)	Mgmt	None	Abstain	Abstain
	<i>Voting Policy Rationale: An ABSTAIN vote regarding the re-election of Mike Craston is warranted as he has stepped down from the Board and this resolution has subsequently been withdrawn.</i>				
12	Re-elect Patrick Flynn as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: An ABSTAIN vote regarding the re-election of Mike Craston is warranted as he has stepped down from the Board and this resolution has subsequently been withdrawn.</i>				
13	Re-elect Shonaid Jemmett-Page as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: An ABSTAIN vote regarding the re-election of Mike Craston is warranted as he has stepped down from the Board and this resolution has subsequently been withdrawn.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
14	Re-elect Mohit Joshi as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: An ABSTAIN vote regarding the re-election of Mike Craston is warranted as he has stepped down from the Board and this resolution has subsequently been withdrawn.</i>				
15	Re-elect Pippa Lambert as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: An ABSTAIN vote regarding the re-election of Mike Craston is warranted as he has stepped down from the Board and this resolution has subsequently been withdrawn.</i>				
16	Re-elect Jim McConville as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: An ABSTAIN vote regarding the re-election of Mike Craston is warranted as he has stepped down from the Board and this resolution has subsequently been withdrawn.</i>				
17	Re-elect Michael Mire as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: An ABSTAIN vote regarding the re-election of Mike Craston is warranted as he has stepped down from the Board and this resolution has subsequently been withdrawn.</i>				
18	Appoint Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 5.0 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
19	Authorise Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 5.0 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
20	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				
21	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is considered warranted because the proposed amounts and durations are within recommended limits.</i>				
22	Authorise Issue of Equity in Relation to Any Issuance of SII Instruments	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted, although this is not without concern for shareholders: * If the Company were to issue UK Solvency II (SII) Instruments and a trigger event were to occur, causing them to convert into ordinary shares, this would result in significant dilution to non-participating shareholders. The main reasons for support are: * Such authorities are common proposals at UK insurance companies and are intended to apply in extreme circumstances only; and * The conversion into ordinary shares would require the CET1 ratio to fall to a level which would denote significant capital weakness well beyond the Company's current position and minimum regulatory requirements.</i>				
23	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is considered warranted because the proposed amounts and durations are within recommended limits.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
24	Authorise Issue of Equity without Pre-emptive Rights in Relation to Any Issuance of SII Instruments	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these resolutions is warranted, although this is not without concern for shareholders: * If the Company were to issue UK Solvency II (SII) Instruments and a trigger event were to occur, causing them to convert into ordinary shares, this would result in significant dilution to non-participating shareholders. The main reasons for support are: * Such authorities are common proposals at UK insurance companies and are intended to apply in extreme circumstances only; and * The conversion into ordinary shares would require the CET1 ratio to fall to a level which would denote significant capital weakness well beyond the Company's current position and minimum regulatory requirements.</i></p>					
25	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i></p>					
26	Authorise Market Purchase of 8 3/4 % Preference Shares	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these resolutions is considered warranted because the Company is requesting such authorities to retain flexibility to manage its capital effectively.</i></p>					
27	Authorise Market Purchase of 8 3/8 % Preference Shares	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these resolutions is considered warranted because the Company is requesting such authorities to retain flexibility to manage its capital effectively.</i></p>					
28	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is considered warranted. No issues of concern have been identified.</i></p>					
29	Adopt New Articles of Association	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is considered warranted as no significant concerns have been identified.</i></p>					

Azrieli Group Ltd.

Meeting Date: 05/02/2024 Country: Israel Ticker: AZRG
 Record Date: 03/28/2024 Meeting Type: Special
 Primary Security ID: M1571Q105

Shares Voted: 0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve One-Time Special Grant to Eyal Chenkin, CEO	Mgmt	For	Against	
<p><i>Voting Policy Rationale: A vote AGAINST is warranted, as the proposed grant may be considered excessive and deviate from the company's compensation policy. Moreover, the company has not clearly disclosed how the size of the grant has been determined, therefore, preventing shareholder to assess, among other factors, whether the pay is in line with market practice.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Updated Compensation Policy for the Directors and Officers of the Company	Mgmt	For		Against
	<i>Voting Policy Rationale: A vote AGAINST this item is warranted because: * The company has significantly increased the payout opportunity of the discretionary bonus (special bonus) which may result in an excessive pay that is not in line with pay for performance principle and market practice; * The annual bonus plan provides very limited guidance on the performance criteria and minimum conditions used to determine the bonus payout, thus leaving excessive room for board discretion, and preventing shareholders to assess the stringency of the plan. In addition, the rigor of the performance criteria for the annual bonus appears questionable.</i>				
3	Approve Updated Employment Terms of Eyal Chenkin, CEO (Subject to Approval of Item #2)	Mgmt	For		For
	<i>Voting Policy Rationale: A vote AGAINST this item is warranted because: * The company has significantly increased the payout opportunity of the discretionary bonus (special bonus) which may result in an excessive pay that is not in line with pay for performance principle and market practice; * The annual bonus plan provides very limited guidance on the performance criteria and minimum conditions used to determine the bonus payout, thus leaving excessive room for board discretion, and preventing shareholders to assess the stringency of the plan. In addition, the rigor of the performance criteria for the annual bonus appears questionable.</i>				
4	Approve Grant of Options to Eyal Chenkin, CEO (Subject to Approval of Item #2)	Mgmt	For		For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the terms of the proposed equity plan are not problematic.</i>				
5	Elect Nechemia Jacob Peres as Director	Mgmt	For		For
	<i>Voting Policy Rationale: A vote FOR item 5 is warranted as there are no issues with the nominee. A vote AGAINST item 6 is warranted as Irit Sekler-Pilosof is a non-independent director and a member of the audit committee.</i>				
6	Elect Irit Sekler-Pilosof as Director	Mgmt	For		Against
	<i>Voting Policy Rationale: A vote FOR item 5 is warranted as there are no issues with the nominee. A vote AGAINST item 6 is warranted as Irit Sekler-Pilosof is a non-independent director and a member of the audit committee.</i>				
A	Vote FOR if you are a controlling shareholder or have a personal interest in one or several resolutions, as indicated in the proxy card; otherwise, vote AGAINST. You may not abstain. If you vote FOR, please provide an explanation to your account manager	Mgmt	None		Refer
	<i>Voting Policy Rationale: Shareholders must indicate whether they are controlling shareholders or have a personal interest related to these agenda items, or else their ballots will not be counted.</i>				
	Please Select Any Category Which Applies to You as a Shareholder or as a Holder of Power of Attorney	Mgmt			

Azrieli Group Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
B1	If you are an Interest Holder as defined in Section 1 of the Securities Law, 1968, vote FOR. Otherwise, vote against.	Mgmt	None	Refer	
	<i>Voting Policy Rationale: If such an item is included in the proxy card, shareholders must classify themselves according to the following categories: Interest Holder as defined in Section 1 of the Securities Law, 1968; Senior Officer as defined in Section 37(D) of the Securities Law, 1968; Institutional Investor as defined in Regulation 1 of the Supervision Financial Services Regulations 2009 or a Manager of a Joint Investment Trust Fund as defined in the Joint Investment Trust Law, 1994; Shareholders can classify themselves by voting FOR or AGAINST on any of these items.</i>				
B2	If you are a Senior Officer as defined in Section 37(D) of the Securities Law, 1968, vote FOR. Otherwise, vote against.	Mgmt	None	Refer	
	<i>Voting Policy Rationale: If such an item is included in the proxy card, shareholders must classify themselves according to the following categories: Interest Holder as defined in Section 1 of the Securities Law, 1968; Senior Officer as defined in Section 37(D) of the Securities Law, 1968; Institutional Investor as defined in Regulation 1 of the Supervision Financial Services Regulations 2009 or a Manager of a Joint Investment Trust Fund as defined in the Joint Investment Trust Law, 1994; Shareholders can classify themselves by voting FOR or AGAINST on any of these items.</i>				
B3	If you are an Institutional Investor as defined in Regulation 1 of the Supervision Financial Services Regulations 2009 or a Manager of a Joint Investment Trust Fund as defined in the Joint Investment Trust Law, 1994, vote FOR. Otherwise, vote against.	Mgmt	None	Refer	
	<i>Voting Policy Rationale: If such an item is included in the proxy card, shareholders must classify themselves according to the following categories: Interest Holder as defined in Section 1 of the Securities Law, 1968; Senior Officer as defined in Section 37(D) of the Securities Law, 1968; Institutional Investor as defined in Regulation 1 of the Supervision Financial Services Regulations 2009 or a Manager of a Joint Investment Trust Fund as defined in the Joint Investment Trust Law, 1994; Shareholders can classify themselves by voting FOR or AGAINST on any of these items.</i>				

BCE Inc.

Meeting Date: 05/02/2024 **Country:** Canada **Ticker:** BCE
Record Date: 03/18/2024 **Meeting Type:** Annual
Primary Security ID: 05534B760

Shares Voted: 11,719

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Mirko Bibic	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST for incumbent nominating committee members Katherine Lee, Monique Leroux, Sheila Murray, Karen Sheriff and Cornell Wright for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
1.2	Elect Director Robert P. Dexter	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST for incumbent nominating committee members Katherine Lee, Monique Leroux, Sheila Murray, Karen Sheriff and Cornell Wright for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
1.3	Elect Director Katherine Lee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST for incumbent nominating committee members Katherine Lee, Monique Leroux, Sheila Murray, Karen Sheriff and Cornell Wright for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.4	Elect Director Monique F. Leroux	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST for incumbent nominating committee members Katherine Lee, Monique Leroux, Sheila Murray, Karen Sheriff and Cornell Wright for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>					
1.5	Elect Director Sheila A. Murray	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST for incumbent nominating committee members Katherine Lee, Monique Leroux, Sheila Murray, Karen Sheriff and Cornell Wright for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>					
1.6	Elect Director Gordon M. Nixon	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST for incumbent nominating committee members Katherine Lee, Monique Leroux, Sheila Murray, Karen Sheriff and Cornell Wright for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>					
1.7	Elect Director Louis P. Pagnutti	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST for incumbent nominating committee members Katherine Lee, Monique Leroux, Sheila Murray, Karen Sheriff and Cornell Wright for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>					
1.8	Elect Director Calin Rovinescu	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST for incumbent nominating committee members Katherine Lee, Monique Leroux, Sheila Murray, Karen Sheriff and Cornell Wright for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>					
1.9	Elect Director Karen Sheriff	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST for incumbent nominating committee members Katherine Lee, Monique Leroux, Sheila Murray, Karen Sheriff and Cornell Wright for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>					
1.10	Elect Director Jennifer Tory	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST for incumbent nominating committee members Katherine Lee, Monique Leroux, Sheila Murray, Karen Sheriff and Cornell Wright for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>					
1.11	Elect Director Louis Vachon	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST for incumbent nominating committee members Katherine Lee, Monique Leroux, Sheila Murray, Karen Sheriff and Cornell Wright for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>					
1.12	Elect Director Johan Wibergh	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST for incumbent nominating committee members Katherine Lee, Monique Leroux, Sheila Murray, Karen Sheriff and Cornell Wright for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>					
1.13	Elect Director Cornell Wright	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST for incumbent nominating committee members Katherine Lee, Monique Leroux, Sheila Murray, Karen Sheriff and Cornell Wright for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>					
2	Ratify Deloitte LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.86 percent of the total audit fees paid to the auditor are attributable to non-audit fees.</i>					
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For	For
<i>Voting Policy Rationale: Vote FOR this non-binding advisory vote as there are no significant issues at this time.</i>					

Boston Scientific Corporation

Meeting Date: 05/02/2024

Country: USA

Ticker: BSX

Record Date: 03/08/2024

Meeting Type: Annual

Primary Security ID: 101137107

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Charles J. Dockendorff	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Edward Ludwig, John Sununu and Ellen Zane is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Yoshiaki Fujimori	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Edward Ludwig, John Sununu and Ellen Zane is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Edward J. Ludwig	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Edward Ludwig, John Sununu and Ellen Zane is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Michael F. Mahoney	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Edward Ludwig, John Sununu and Ellen Zane is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Jessica L. Mega	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Edward Ludwig, John Sununu and Ellen Zane is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Susan E. Morano	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Edward Ludwig, John Sununu and Ellen Zane is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director John E. Sununu	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Edward Ludwig, John Sununu and Ellen Zane is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director David S. Wichmann	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Edward Ludwig, John Sununu and Ellen Zane is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Ellen M. Zane	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Edward Ludwig, John Sununu and Ellen Zane is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review. The STI plan was primarily based on pre-set financial goals, while the LTI targeted half of the annual equity awards to be performance-conditioned and measured over a multi-year period.</i>				
3	Amend Advance Notice Provisions	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the proposed time frame for submission of director nominations or other proposals is considered reasonable and consistent with the newly adopted SEC universal proxy rules.</i>				
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				

Cadence Design Systems, Inc.

Meeting Date: 05/02/2024

Country: USA

Ticker: CDNS

Record Date: 03/04/2024

Meeting Type: Annual

Primary Security ID: 127387108

Shares Voted: 2,464

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Mark W. Adams	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mary Louise (ML) Krakauer, Ita Brennan, Julia Liuson, James Plummer and Alberto Sangiovanni-Vincentelli is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Ita Brennan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mary Louise (ML) Krakauer, Ita Brennan, Julia Liuson, James Plummer and Alberto Sangiovanni-Vincentelli is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Lewis Chew	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mary Louise (ML) Krakauer, Ita Brennan, Julia Liuson, James Plummer and Alberto Sangiovanni-Vincentelli is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Anirudh Devgan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mary Louise (ML) Krakauer, Ita Brennan, Julia Liuson, James Plummer and Alberto Sangiovanni-Vincentelli is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director ML Krakauer	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mary Louise (ML) Krakauer, Ita Brennan, Julia Liuson, James Plummer and Alberto Sangiovanni-Vincentelli is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Julia Liuson	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mary Louise (ML) Krakauer, Ita Brennan, Julia Liuson, James Plummer and Alberto Sangiovanni-Vincentelli is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director James D. Plummer	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mary Louise (ML) Krakauer, Ita Brennan, Julia Liuson, James Plummer and Alberto Sangiovanni-Vincentelli is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Alberto Sangiovanni-Vincentelli	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mary Louise (ML) Krakauer, Ita Brennan, Julia Liuson, James Plummer and Alberto Sangiovanni-Vincentelli is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director Young K. Sohn	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mary Louise (ML) Krakauer, Ita Brennan, Julia Liuson, James Plummer and Alberto Sangiovanni-Vincentelli is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that the purchase price is reasonable, the number of shares reserved is relatively conservative, and the offering period is within the prescribed limits set by Section 423 of the internal Revenue Code.</i>				

Cadence Design Systems, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company</i></p>					
4	Amend Charter to Add Restrictions on Shareholder Action by Written Consent	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. The proposal seeks to place a 25 percent ownership requirement to initiate shareholder action by written consent into the company's charter. This represents a restriction on shareholder rights. The company has not provided a reasonable rationale as to why the ownership threshold should be at such a relatively high level.</i></p>					
5	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the proposal is warranted, with caution. Certain structural concerns in the incentive pay programs are still present, including the degree of committee discretion regarding STI awards and the lack of performance-based equity awards in FY23. The STI program's quantitative metrics do appear rigorous, and most of the targets were set above the prior year's results. Though pay and performance were reasonably aligned for the year in review, continued monitoring of these structural issues is warranted.</i></p>					
6	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 5.7 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
7	Submit Severance Agreement to Shareholder Vote	SH	Against	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. The company has a policy that limits cash severance to a reasonable basis, absent shareholder approval, and no significant concerns are identified with respect to the company's other current executive severance arrangements.</i></p>					

Capital One Financial Corporation

Meeting Date: 05/02/2024 **Country:** USA **Ticker:** COF
Record Date: 03/06/2024 **Meeting Type:** Annual
Primary Security ID: 14040H105

Shares Voted: 2,127

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Richard D. Fairbank	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ann Hackett, Francois Locoh-Donou, Peter Raskind, and Mayo Shattuck III is warranted for lack of diversity on the board. Concerns are further raised on governance committee members Ann Hackett, Francois Locoh-Donou, Peter Raskind, and Mayo Shattuck III given the board's partial responsiveness to last year's majority-supported shareholder proposal related to simple majority voting. A vote FOR the remaining director nominees is warranted.</i></p>					

Capital One Financial Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1b	Elect Director Ime Archibong	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ann Hackett, Francois Locoh-Donou, Peter Raskind, and Mayo Shattuck III is warranted for lack of diversity on the board. Concerns are further raised on governance committee members Ann Hackett, Francois Locoh-Donou, Peter Raskind, and Mayo Shattuck III given the board's partial responsiveness to last year's majority-supported shareholder proposal related to simple majority voting. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Christine Detrick	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ann Hackett, Francois Locoh-Donou, Peter Raskind, and Mayo Shattuck III is warranted for lack of diversity on the board. Concerns are further raised on governance committee members Ann Hackett, Francois Locoh-Donou, Peter Raskind, and Mayo Shattuck III given the board's partial responsiveness to last year's majority-supported shareholder proposal related to simple majority voting. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Ann Fritz Hackett	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ann Hackett, Francois Locoh-Donou, Peter Raskind, and Mayo Shattuck III is warranted for lack of diversity on the board. Concerns are further raised on governance committee members Ann Hackett, Francois Locoh-Donou, Peter Raskind, and Mayo Shattuck III given the board's partial responsiveness to last year's majority-supported shareholder proposal related to simple majority voting. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Suni P. Harford	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ann Hackett, Francois Locoh-Donou, Peter Raskind, and Mayo Shattuck III is warranted for lack of diversity on the board. Concerns are further raised on governance committee members Ann Hackett, Francois Locoh-Donou, Peter Raskind, and Mayo Shattuck III given the board's partial responsiveness to last year's majority-supported shareholder proposal related to simple majority voting. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Peter Thomas Killalea	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ann Hackett, Francois Locoh-Donou, Peter Raskind, and Mayo Shattuck III is warranted for lack of diversity on the board. Concerns are further raised on governance committee members Ann Hackett, Francois Locoh-Donou, Peter Raskind, and Mayo Shattuck III given the board's partial responsiveness to last year's majority-supported shareholder proposal related to simple majority voting. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Cornelis Petrus Adrianus Joseph ("Eli") Leenaars	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ann Hackett, Francois Locoh-Donou, Peter Raskind, and Mayo Shattuck III is warranted for lack of diversity on the board. Concerns are further raised on governance committee members Ann Hackett, Francois Locoh-Donou, Peter Raskind, and Mayo Shattuck III given the board's partial responsiveness to last year's majority-supported shareholder proposal related to simple majority voting. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Francois Locoh-Donou	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ann Hackett, Francois Locoh-Donou, Peter Raskind, and Mayo Shattuck III is warranted for lack of diversity on the board. Concerns are further raised on governance committee members Ann Hackett, Francois Locoh-Donou, Peter Raskind, and Mayo Shattuck III given the board's partial responsiveness to last year's majority-supported shareholder proposal related to simple majority voting. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Peter E. Raskind	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ann Hackett, Francois Locoh-Donou, Peter Raskind, and Mayo Shattuck III is warranted for lack of diversity on the board. Concerns are further raised on governance committee members Ann Hackett, Francois Locoh-Donou, Peter Raskind, and Mayo Shattuck III given the board's partial responsiveness to last year's majority-supported shareholder proposal related to simple majority voting. A vote FOR the remaining director nominees is warranted.</i>				

Capital One Financial Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1j	Elect Director Eileen Serra	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ann Hackett, Francois Locoh-Donou, Peter Raskind, and Mayo Shattuck III is warranted for lack of diversity on the board. Concerns are further raised on governance committee members Ann Hackett, Francois Locoh-Donou, Peter Raskind, and Mayo Shattuck III given the board's partial responsiveness to last year's majority-supported shareholder proposal related to simple majority voting. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Mayo A. Shattuck, III	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ann Hackett, Francois Locoh-Donou, Peter Raskind, and Mayo Shattuck III is warranted for lack of diversity on the board. Concerns are further raised on governance committee members Ann Hackett, Francois Locoh-Donou, Peter Raskind, and Mayo Shattuck III given the board's partial responsiveness to last year's majority-supported shareholder proposal related to simple majority voting. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director Craig Anthony Williams	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ann Hackett, Francois Locoh-Donou, Peter Raskind, and Mayo Shattuck III is warranted for lack of diversity on the board. Concerns are further raised on governance committee members Ann Hackett, Francois Locoh-Donou, Peter Raskind, and Mayo Shattuck III given the board's partial responsiveness to last year's majority-supported shareholder proposal related to simple majority voting. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, with caution. The framework for determining total pay incorporates a significant degree of discretion and lacks transparency and key disclosures, which adds to pay program complexity. However, these issues have not resulted in a quantitative pay-for-performance misalignment for the year in review. Additionally, the largest based component of CEO pay consists of equity awards that vest based on clearly disclosed multi-year goals and utilize reasonably rigorous targets.</i>				
3	Amend Nonqualified Employee Stock Purchase Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. The plan is sufficiently broad-based and provides a reasonable limit on employee and company-matching contributions.</i>				
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
5	Adopt GHG Emissions Reduction Targets Associated with Lending and Investment Activities	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. Shareholders would benefit from the company's adoption of absolute reduction targets, as it would help evaluate how the company is managing decarbonization risks.</i>				
6	Report on Civil Rights and Non-Discrimination Audit	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted as Capital One appears to be taking appropriate measures to address the risk of reverse discrimination against "non-diverse" populations.</i>				
7	Adopt Director Election Resignation Bylaw	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted as there are no recurring issues or company-specific factors that suggest the proponent's more-stringent director resignation policy is necessary at this time.</i>				

Church & Dwight Co., Inc.

Meeting Date: 05/02/2024

Country: USA

Ticker: CHD

Record Date: 03/06/2024

Meeting Type: Annual

Primary Security ID: 171340102

Shares Voted: 8,491

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Bradlen S. Cashaw	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ravichandra (Ravi) Saligram, Bradlen Cashaw, Bradley Irwin, Susan Saideman, Janet Vergis, and Laurie Yoler is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Matthew T. Farrell	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ravichandra (Ravi) Saligram, Bradlen Cashaw, Bradley Irwin, Susan Saideman, Janet Vergis, and Laurie Yoler is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Bradley C. Irwin	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ravichandra (Ravi) Saligram, Bradlen Cashaw, Bradley Irwin, Susan Saideman, Janet Vergis, and Laurie Yoler is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Penry W. Price	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ravichandra (Ravi) Saligram, Bradlen Cashaw, Bradley Irwin, Susan Saideman, Janet Vergis, and Laurie Yoler is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Susan G. Saideman	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ravichandra (Ravi) Saligram, Bradlen Cashaw, Bradley Irwin, Susan Saideman, Janet Vergis, and Laurie Yoler is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Ravichandra K. Saligram	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ravichandra (Ravi) Saligram, Bradlen Cashaw, Bradley Irwin, Susan Saideman, Janet Vergis, and Laurie Yoler is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Robert K. Shearer	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ravichandra (Ravi) Saligram, Bradlen Cashaw, Bradley Irwin, Susan Saideman, Janet Vergis, and Laurie Yoler is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Janet S. Vergis	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ravichandra (Ravi) Saligram, Bradlen Cashaw, Bradley Irwin, Susan Saideman, Janet Vergis, and Laurie Yoler is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Arthur B. Winkleblack	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ravichandra (Ravi) Saligram, Bradlen Cashaw, Bradley Irwin, Susan Saideman, Janet Vergis, and Laurie Yoler is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Church & Dwight Co., Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1j	Elect Director Laurie J. Yoler	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ravichandra (Ravi) Saligram, Bradlen Cashaw, Bradley Irwin, Susan Saideman, Janet Vergis, and Laurie Yoler is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time. The company has introduced PSUs to the FY23 equity plan, addressing the concern that LTI was entirely time-based.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 7.29 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i>				
5	Report on Political Contributions and Expenditures	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted, as increased disclosure of the company's direct and indirect political contributions through all trade associations and other tax-exempt organizations could help shareholders more comprehensively evaluate the company's management of related risks and benefits.</i>				

Corning Incorporated

Meeting Date: 05/02/2024

Country: USA

Ticker: GLW

Record Date: 03/05/2024

Meeting Type: Annual

Primary Security ID: 219350105

Shares Voted: 36,050

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Leslie A. Brun	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Cummings Jr., Roger Ferguson Jr., Kevin Martin, and Hansel Tookes II is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Stephanie A. Burns	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Cummings Jr., Roger Ferguson Jr., Kevin Martin, and Hansel Tookes II is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Pamela J. Craig	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Cummings Jr., Roger Ferguson Jr., Kevin Martin, and Hansel Tookes II is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Corning Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1d	Elect Director Robert F. Cummings, Jr.	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Cummings Jr., Roger Ferguson Jr., Kevin Martin, and Hansel Tookes II is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Roger W. Ferguson, Jr.	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Cummings Jr., Roger Ferguson Jr., Kevin Martin, and Hansel Tookes II is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Thomas D. French	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Cummings Jr., Roger Ferguson Jr., Kevin Martin, and Hansel Tookes II is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Deborah A. Henretta	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Cummings Jr., Roger Ferguson Jr., Kevin Martin, and Hansel Tookes II is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Daniel P. Huttenlocher	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Cummings Jr., Roger Ferguson Jr., Kevin Martin, and Hansel Tookes II is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Kurt M. Landgraf	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Cummings Jr., Roger Ferguson Jr., Kevin Martin, and Hansel Tookes II is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Kevin J. Martin	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Cummings Jr., Roger Ferguson Jr., Kevin Martin, and Hansel Tookes II is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Deborah D. Rieman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Cummings Jr., Roger Ferguson Jr., Kevin Martin, and Hansel Tookes II is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director Hansel E. Tookes, II	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Cummings Jr., Roger Ferguson Jr., Kevin Martin, and Hansel Tookes II is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1m	Elect Director Wendell P. Weeks	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Cummings Jr., Roger Ferguson Jr., Kevin Martin, and Hansel Tookes II is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Corning Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1n	Elect Director Mark S. Wrighton	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Cummings Jr., Roger Ferguson Jr., Kevin Martin, and Hansel Tookes II is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; * The company maintains a modified single trigger change-in-control agreement provision; and * The company maintains an auto-accelerated equity vesting change-in-control provision.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				

Equifax Inc.

Meeting Date: 05/02/2024 **Country:** USA **Ticker:** EFX
Record Date: 03/01/2024 **Meeting Type:** Annual
Primary Security ID: 294429105

Shares Voted: 889

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Mark W. Begor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Feidler, Robert Marcus, Melissa Smith, and Audrey Tillman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Mark L. Feidler	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Feidler, Robert Marcus, Melissa Smith, and Audrey Tillman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Karen L. Fichuk	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Feidler, Robert Marcus, Melissa Smith, and Audrey Tillman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director G. Thomas Hough	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Feidler, Robert Marcus, Melissa Smith, and Audrey Tillman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Robert D. Marcus	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Feidler, Robert Marcus, Melissa Smith, and Audrey Tillman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Equifax Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1f	Elect Director Scott A. McGregor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Feidler, Robert Marcus, Melissa Smith, and Audrey Tillman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director John A. McKinley	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Feidler, Robert Marcus, Melissa Smith, and Audrey Tillman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Melissa D. Smith	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Feidler, Robert Marcus, Melissa Smith, and Audrey Tillman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Audrey Boone Tillman	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Feidler, Robert Marcus, Melissa Smith, and Audrey Tillman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. The committee demonstrated sufficient responsiveness following last year's failed say-on-pay vote, disclosing outreach with investors, feedback, and a commitment not to repeat the action that shareholders found to be problematic. The pay-for-performance misalignment for the year under review was also sufficiently mitigated. While certain concerns are raised regarding goal rigor in both programs, annual incentives were paid below target and long-term incentives are majority performance-based, with an additional holding period following vesting.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 10.40 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Howden Joinery Group Plc

Meeting Date: 05/02/2024 **Country:** United Kingdom **Ticker:** HWDN
Record Date: 04/30/2024 **Meeting Type:** Annual
Primary Security ID: G4647J102

Shares Voted: 2,360

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

Howden Joinery Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
4	Elect Louis Eperjeri as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Peter Ventress, Andrew Cripps and Louise Provan (Louise Fowler) is warranted for lack of diversity on the board. A vote FOR the remaining candidates is warranted.</i>				
5	Elect Vanda Murray as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Peter Ventress, Andrew Cripps and Louise Provan (Louise Fowler) is warranted for lack of diversity on the board. A vote FOR the remaining candidates is warranted.</i>				
6	Re-elect Andrew Cripps as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Peter Ventress, Andrew Cripps and Louise Provan (Louise Fowler) is warranted for lack of diversity on the board. A vote FOR the remaining candidates is warranted.</i>				
7	Re-elect Louise Fowler as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Peter Ventress, Andrew Cripps and Louise Provan (Louise Fowler) is warranted for lack of diversity on the board. A vote FOR the remaining candidates is warranted.</i>				
8	Re-elect Paul Hayes as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Peter Ventress, Andrew Cripps and Louise Provan (Louise Fowler) is warranted for lack of diversity on the board. A vote FOR the remaining candidates is warranted.</i>				
9	Re-elect Andrew Livingston as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Peter Ventress, Andrew Cripps and Louise Provan (Louise Fowler) is warranted for lack of diversity on the board. A vote FOR the remaining candidates is warranted.</i>				
10	Re-elect Peter Ventress as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Peter Ventress, Andrew Cripps and Louise Provan (Louise Fowler) is warranted for lack of diversity on the board. A vote FOR the remaining candidates is warranted.</i>				
11	Reappoint KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
12	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
13	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				
14	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
15	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				

Howden Joinery Group Plc

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

Inspire Medical Systems, Inc.

Meeting Date: 05/02/2024 **Country:** USA **Ticker:** INSP
Record Date: 03/05/2024 **Meeting Type:** Annual
Primary Security ID: 457730109

Shares Voted: 358

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Shelley G. Broader	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
1.2	Elect Director Myriam J. Curet	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
1.3	Elect Director Casey M. Tansey	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST the ratification of the company's auditor is warranted given that non-audit fees represent 28.13 percent of the total fees received by the auditor during the fiscal year, raising substantial doubts over the independence of the auditor.</i>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i>					

KBC Group SA/NV

Meeting Date: 05/02/2024 **Country:** Belgium **Ticker:** KBC
Record Date: 04/18/2024 **Meeting Type:** Annual
Primary Security ID: B5337G162

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Annual Meeting Agenda Receive Directors' Reports (Non-Voting)	Mgmt			
	<i>Voting Policy Rationale: No vote is required.</i>				
2	Receive Auditors' Reports (Non-Voting)	Mgmt			
	<i>Voting Policy Rationale: No vote is required.</i>				
3	Receive Consolidated Financial Statements and Statutory Reports (Non-Voting)	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
4	Approve Financial Statements, Allocation of Income, and Dividends of EUR 4.15 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this dividend proposal is warranted because the proposed payout ratio is adequate without being excessive.</i>				
5	Approve Increase in Fixed Remuneration of the Members of the Audit Committee and the Risk and Compliance Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted as the proposal as there are no signs of excessiveness.</i>				
6	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A qualified vote FOR is warranted, because: * The overall level of disclosure on both the plan is sufficient considering market practice and enables shareholders to assess the stringency of the policy; and * Despite the absence of a long-term incentive plan, at least 40 percent of the variable remuneration is deferred and paid out in phantom stock. This is not without noting the absence of specific disclosure on the company and individual variable emolument with respect to target and achievement levels (ex-post basis) for the STI award.</i>				
7	Approve Remuneration Policy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted in the absence of concerns regarding the continuation of the existing policy. The proposed amendment related to the risk gateway parameters does not raise concerns.</i>				
8	Approve Discharge of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted in the absence of any information about significant and compelling controversies that the board is not fulfilling its fiduciary duties.</i>				
9	Approve Discharge of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted in the absence of any information about significant and compelling controversies that the auditor is not fulfilling its duties.</i>				
10	Approve Auditors' Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
11	Appoint KPMG, Represented by Kenneth Vermeire and Steven Mulkens, as Auditors for the Sustainability Reporting	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				

KBC Group SA/NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
12.1	Reelect Johan Thijs as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Sonja De Becker is warranted for lack of diversity on the board. A vote AGAINST the elections of Erik Clinck, Sonja De Becker, Liesbet Okkerse and Theodoros Roussis is warranted because the nominees are non-independent whereas the board lack sufficient independence among its members. A vote FOR the remaining director nominee(s) is warranted.</i>				
12.2	Reelect Sonja De Becker as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Sonja De Becker is warranted for lack of diversity on the board. A vote AGAINST the elections of Erik Clinck, Sonja De Becker, Liesbet Okkerse and Theodoros Roussis is warranted because the nominees are non-independent whereas the board lack sufficient independence among its members. A vote FOR the remaining director nominee(s) is warranted.</i>				
12.3	Reelect Liesbet Okkerse as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Sonja De Becker is warranted for lack of diversity on the board. A vote AGAINST the elections of Erik Clinck, Sonja De Becker, Liesbet Okkerse and Theodoros Roussis is warranted because the nominees are non-independent whereas the board lack sufficient independence among its members. A vote FOR the remaining director nominee(s) is warranted.</i>				
12.4	Reelect Erik Clinck as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Sonja De Becker is warranted for lack of diversity on the board. A vote AGAINST the elections of Erik Clinck, Sonja De Becker, Liesbet Okkerse and Theodoros Roussis is warranted because the nominees are non-independent whereas the board lack sufficient independence among its members. A vote FOR the remaining director nominee(s) is warranted.</i>				
12.5	Reelect Theodoros Roussis as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Sonja De Becker is warranted for lack of diversity on the board. A vote AGAINST the elections of Erik Clinck, Sonja De Becker, Liesbet Okkerse and Theodoros Roussis is warranted because the nominees are non-independent whereas the board lack sufficient independence among its members. A vote FOR the remaining director nominee(s) is warranted.</i>				
12.6	Elect Diana Radl Rogerova as Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Sonja De Becker is warranted for lack of diversity on the board. A vote AGAINST the elections of Erik Clinck, Sonja De Becker, Liesbet Okkerse and Theodoros Roussis is warranted because the nominees are non-independent whereas the board lack sufficient independence among its members. A vote FOR the remaining director nominee(s) is warranted.</i>				
13	Transact Other Business	Mgmt			
	<i>Voting Policy Rationale: This is a routine non-voting item.</i>				

Kimberly-Clark Corporation

Meeting Date: 05/02/2024

Country: USA

Ticker: KMB

Record Date: 03/04/2024

Meeting Type: Annual

Primary Security ID: 494368103

Shares Voted: 4,561

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Sylvia M. Burwell	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>				

Kimberly-Clark Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director John W. Culver	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>				
1.3	Elect Director Michael D. Hsu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>				
1.4	Elect Director Mae C. Jemison	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>				
1.5	Elect Director Deeptha Khanna	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>				
1.6	Elect Director S. Todd Maclin	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>				
1.7	Elect Director Deirdre A. Mahlan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>				
1.8	Elect Director Sherilyn S. McCoy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>				
1.9	Elect Director Christa S. Quarles	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>				
1.10	Elect Director Jaime A. Ramirez	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>				
1.11	Elect Director Dunia A. Shive	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>				
1.12	Elect Director Mark T. Smucker	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 6.3 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as pay and performance are reasonably aligned for the year under review, and incentive programs are largely tied to objective performance metrics.</i>				
4	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i>				

Reckitt Benckiser Group Plc

Meeting Date: 05/02/2024

Country: United Kingdom

Ticker: RKT

Record Date: 04/30/2024

Meeting Type: Annual

Primary Security ID: G74079107

Shares Voted: 7,282

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

Reckitt Benckiser Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
11	Re-elect Tamara Ingram as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Sir David Darroch and Andrew Bonfield is warranted for lack of diversity on the board. A vote FOR the remaining candidates is warranted.</i>				
12	Elect Kris Licht as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Sir David Darroch and Andrew Bonfield is warranted for lack of diversity on the board. A vote FOR the remaining candidates is warranted.</i>				
13	Elect Shannon Eisenhardt as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Sir David Darroch and Andrew Bonfield is warranted for lack of diversity on the board. A vote FOR the remaining candidates is warranted.</i>				
14	Elect Marybeth Hays as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Sir David Darroch and Andrew Bonfield is warranted for lack of diversity on the board. A vote FOR the remaining candidates is warranted.</i>				
15	Reappoint KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.9 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
16	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.9 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
17	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				
18	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
19	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
20	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
21	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				
22	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>				

The Kraft Heinz Company

Meeting Date: 05/02/2024

Country: USA

Ticker: KHC

Record Date: 03/04/2024

Meeting Type: Annual

Primary Security ID: 500754106

Shares Voted: 4,313

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Carlos Abrams-Rivera	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John (Jack) Pope, John Cahill, Lori Dickerson Fouche, and Alicia Knapp is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Humberto P. Alfonso	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John (Jack) Pope, John Cahill, Lori Dickerson Fouche, and Alicia Knapp is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director John T. Cahill	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John (Jack) Pope, John Cahill, Lori Dickerson Fouche, and Alicia Knapp is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Lori Dickerson Fouche	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John (Jack) Pope, John Cahill, Lori Dickerson Fouche, and Alicia Knapp is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Diane Gherson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John (Jack) Pope, John Cahill, Lori Dickerson Fouche, and Alicia Knapp is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Timothy Kenesey	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John (Jack) Pope, John Cahill, Lori Dickerson Fouche, and Alicia Knapp is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Alicia Knapp	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John (Jack) Pope, John Cahill, Lori Dickerson Fouche, and Alicia Knapp is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Elio Leoni Sceti	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John (Jack) Pope, John Cahill, Lori Dickerson Fouche, and Alicia Knapp is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director James Park	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John (Jack) Pope, John Cahill, Lori Dickerson Fouche, and Alicia Knapp is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Miguel Patricio	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John (Jack) Pope, John Cahill, Lori Dickerson Fouche, and Alicia Knapp is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

The Kraft Heinz Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1k	Elect Director John C. Pope	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John (Jack) Pope, John Cahill, Lori Dickerson Fouche, and Alicia Knapp is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance were reasonably aligned for the year in review.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 19.0 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Report on Recyclability Claims	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as increased assessment and disclosure of the recyclability of its plastic packaging would help shareholders better understand how the company is managing an emerging area of legal and reputational risk.</i>				
5	Phase out Purchasing of Pork from Suppliers Using Gestation Stalls	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. In light of regulatory developments and the company's lack of targets, shareholders would benefit from more information on the company's progress related to reducing or eliminating the use of gestation crates in its pork supply chain.</i>				
6	Report on Risks Arising From Voluntary Carbon-Reduction Commitments	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted, as the company provides shareholders with sufficient information on how it assesses the risks associated with its climate goals and the business rationale for its emissions reduction targets.</i>				

Toromont Industries Ltd.

Meeting Date: 05/02/2024 **Country:** Canada **Ticker:** TIH
Record Date: 03/05/2024 **Meeting Type:** Annual/Special
Primary Security ID: 891102105

Shares Voted: 5,022

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Peter J. Blake	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Peter Blake, Jeffrey Chisholm, Cathryn Cranston, and Katherine Rethy for lack of diversity on the board. Vote FOR the remaining proposed nominees.</i>				
1.2	Elect Director Benjamin D. Cherniavsky	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Peter Blake, Jeffrey Chisholm, Cathryn Cranston, and Katherine Rethy for lack of diversity on the board. Vote FOR the remaining proposed nominees.</i>				

Toromont Industries Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Director Jeffrey S. Chisholm	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Peter Blake, Jeffrey Chisholm, Cathryn Cranston, and Katherine Rethy for lack of diversity on the board. Vote FOR the remaining proposed nominees.</i>				
1.4	Elect Director Cathryn E. Cranston	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Peter Blake, Jeffrey Chisholm, Cathryn Cranston, and Katherine Rethy for lack of diversity on the board. Vote FOR the remaining proposed nominees.</i>				
1.5	Elect Director Sharon L. Hodgson	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Peter Blake, Jeffrey Chisholm, Cathryn Cranston, and Katherine Rethy for lack of diversity on the board. Vote FOR the remaining proposed nominees.</i>				
1.6	Elect Director Michael S. McMillan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Peter Blake, Jeffrey Chisholm, Cathryn Cranston, and Katherine Rethy for lack of diversity on the board. Vote FOR the remaining proposed nominees.</i>				
1.7	Elect Director Frederick J. Mifflin	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Peter Blake, Jeffrey Chisholm, Cathryn Cranston, and Katherine Rethy for lack of diversity on the board. Vote FOR the remaining proposed nominees.</i>				
1.8	Elect Director Katherine A. Rethy	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Peter Blake, Jeffrey Chisholm, Cathryn Cranston, and Katherine Rethy for lack of diversity on the board. Vote FOR the remaining proposed nominees.</i>				
1.9	Elect Director Richard G. Roy	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Peter Blake, Jeffrey Chisholm, Cathryn Cranston, and Katherine Rethy for lack of diversity on the board. Vote FOR the remaining proposed nominees.</i>				
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the total audit fees paid to the auditor are attributable to non-audit fees.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR this non-binding advisory vote as there are no significant issues at this time.</i>				
4	Re-approve Shareholder Rights Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR the shareholder rights plan because it is a "new generation" plan that is structured to protect the interests of shareholders in the event of a bid for their shares.</i>				
5	Amend Long-Term Incentive Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Score Card evaluation (EPSC), vote FOR this omnibus plan.</i>				

TransUnion

Meeting Date: 05/02/2024

Country: USA

Ticker: TRU

Record Date: 03/07/2024

Meeting Type: Annual

Primary Security ID: 89400J107

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director George M. Awad	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Pamela Joseph, Russell Fradin and Thomas (Tom) Monahan III is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1b	Elect Director William P. (Billy) Bosworth	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Pamela Joseph, Russell Fradin and Thomas (Tom) Monahan III is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1c	Elect Director Christopher A. Cartwright	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Pamela Joseph, Russell Fradin and Thomas (Tom) Monahan III is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1d	Elect Director Suzanne P. Clark	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Pamela Joseph, Russell Fradin and Thomas (Tom) Monahan III is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1e	Elect Director Hamidou Dia	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Pamela Joseph, Russell Fradin and Thomas (Tom) Monahan III is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1f	Elect Director Russell P. Fradin	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Pamela Joseph, Russell Fradin and Thomas (Tom) Monahan III is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1g	Elect Director Charles E. Gottdiener	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Pamela Joseph, Russell Fradin and Thomas (Tom) Monahan III is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1h	Elect Director Pamela A. Joseph	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Pamela Joseph, Russell Fradin and Thomas (Tom) Monahan III is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1i	Elect Director Thomas L. Monahan, III	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Pamela Joseph, Russell Fradin and Thomas (Tom) Monahan III is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1j	Elect Director Ravi Kumar Singiseti	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Pamela Joseph, Russell Fradin and Thomas (Tom) Monahan III is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				

TransUnion

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1k	Elect Director Linda K. Zukauckas	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Pamela Joseph, Russell Fradin and Thomas (Tom) Monahan III is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.1 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as no significant concerns were identified and pay and performance are reasonably aligned at this time.</i></p>					
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i></p>					
5	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted given that: * The purchase price is reasonable; * The number of shares reserved is reasonable; and * The offer period is within the limits prescribed by Section 423 of the Internal Revenue Code.</i></p>					

United Parcel Service, Inc.

Meeting Date: 05/02/2024 **Country:** USA **Ticker:** UPS
Record Date: 03/05/2024 **Meeting Type:** Annual
Primary Security ID: 911312106

Shares Voted: 1,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Carol Tome	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST governance committee members William Johnson, Kathleen Johnson, Franck Moison, Russell Stokes, and Kevin Warsh is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Rodney Adkins	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST governance committee members William Johnson, Kathleen Johnson, Franck Moison, Russell Stokes, and Kevin Warsh is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director Eva Boratto	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST governance committee members William Johnson, Kathleen Johnson, Franck Moison, Russell Stokes, and Kevin Warsh is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i></p>					
1d	Elect Director Michael Burns	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST governance committee members William Johnson, Kathleen Johnson, Franck Moison, Russell Stokes, and Kevin Warsh is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i></p>					

United Parcel Service, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1e	Elect Director Wayne Hewett	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST governance committee members William Johnson, Kathleen Johnson, Franck Moison, Russell Stokes, and Kevin Warsh is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Angela Hwang	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST governance committee members William Johnson, Kathleen Johnson, Franck Moison, Russell Stokes, and Kevin Warsh is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Kate Johnson	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST governance committee members William Johnson, Kathleen Johnson, Franck Moison, Russell Stokes, and Kevin Warsh is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director William Johnson	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST governance committee members William Johnson, Kathleen Johnson, Franck Moison, Russell Stokes, and Kevin Warsh is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Franck Moison	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST governance committee members William Johnson, Kathleen Johnson, Franck Moison, Russell Stokes, and Kevin Warsh is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Christiana Smith Shi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST governance committee members William Johnson, Kathleen Johnson, Franck Moison, Russell Stokes, and Kevin Warsh is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Russell Stokes	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST governance committee members William Johnson, Kathleen Johnson, Franck Moison, Russell Stokes, and Kevin Warsh is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director Kevin Warsh	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST governance committee members William Johnson, Kathleen Johnson, Franck Moison, Russell Stokes, and Kevin Warsh is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review. Some concern is raised given that performance share goals are not forwardly disclosed. However, annual incentives are entirely based on pre-set financial metrics and annual equity awards are primarily performance-conditioned and use multi-year performance periods.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Approve Recapitalization Plan for all Stock to Have One-vote per Share	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as it would provide all shareholders with equal voting rights on all matters.</i>				

United Parcel Service, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Report on Risks Arising from Voluntary Carbon-Reduction Commitments	SH	Against	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted, as the company has demonstrated clear sustainability reporting frameworks, engagement with shareholders, risk disclosure, and board oversight.</i></p>					
6	Report on Effectiveness of Diversity, Equity, and Inclusion Efforts	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted, as reporting quantitative and comparable diversity statistics would allow shareholders to better assess the effectiveness of the company's diversity initiatives and its management of related risks.</i></p>					

United States Lime & Minerals, Inc.

Meeting Date: 05/02/2024 **Country:** USA **Ticker:** USLM
Record Date: 03/14/2024 **Meeting Type:** Annual
Primary Security ID: 911922102

Shares Voted: 204

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Timothy W. Byrne	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for Antoine Doumet for serving as a non-independent member of certain key board committees. WITHHOLD votes are warranted for incumbent nominating committee members Antoine Doumet, Richard Cardin, Sandra Duhe and Tom Hawkins Jr. for lack of diversity on the board. A vote FOR the remaining director nominee is warranted.</i></p>					
1.2	Elect Director Richard W. Cardin	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for Antoine Doumet for serving as a non-independent member of certain key board committees. WITHHOLD votes are warranted for incumbent nominating committee members Antoine Doumet, Richard Cardin, Sandra Duhe and Tom Hawkins Jr. for lack of diversity on the board. A vote FOR the remaining director nominee is warranted.</i></p>					
1.3	Elect Director Antoine M. Doumet	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for Antoine Doumet for serving as a non-independent member of certain key board committees. WITHHOLD votes are warranted for incumbent nominating committee members Antoine Doumet, Richard Cardin, Sandra Duhe and Tom Hawkins Jr. for lack of diversity on the board. A vote FOR the remaining director nominee is warranted.</i></p>					
1.4	Elect Director Sandra C. Duhe	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for Antoine Doumet for serving as a non-independent member of certain key board committees. WITHHOLD votes are warranted for incumbent nominating committee members Antoine Doumet, Richard Cardin, Sandra Duhe and Tom Hawkins Jr. for lack of diversity on the board. A vote FOR the remaining director nominee is warranted.</i></p>					
1.5	Elect Director Tom S. Hawkins, Jr.	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for Antoine Doumet for serving as a non-independent member of certain key board committees. WITHHOLD votes are warranted for incumbent nominating committee members Antoine Doumet, Richard Cardin, Sandra Duhe and Tom Hawkins Jr. for lack of diversity on the board. A vote FOR the remaining director nominee is warranted.</i></p>					

United States Lime & Minerals, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * A majority of equity awards to the CEO are not tied to performance-contingent pay elements; * Excessive differentials between CEO pay and the pay of other named executive officers at the firm; * High CEO pay in relation to company peer group CEO median pay levels; * The company has not disclosed any short- and long-term E&S performance incentives; * The company maintains a modified single trigger change-in-control agreement provision; and * The company maintains an auto-accelerated equity vesting change-in-control provision</i></p>					
3	Amend Omnibus Stock Plan	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i></p>					
4	Increase Authorized Common Stock	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted given that the size of the proposed increase in the number of authorized shares of common stock is reasonable.</i></p>					

WK Kellogg Co

Meeting Date: 05/02/2024

Country: USA

Ticker: KLG

Record Date: 03/04/2024

Meeting Type: Annual

Primary Security ID: 92942W107

Shares Voted: 533

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Zack Gund	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1b	Elect Director Gary Pilnick	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i></p>					
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
<p><i>Voting Policy Rationale: A vote for the adoption of an ANNUAL say-on-pay frequency is warranted. Annual say-on-pay votes are considered a best practice as they give shareholders a regular opportunity to opine on executive pay.</i></p>					
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i></p>					
5	Amend Omnibus Stock Plan	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i></p>					

Wynn Resorts, Limited

Meeting Date: 05/02/2024

Country: USA

Ticker: WYNN

Record Date: 03/05/2024

Meeting Type: Annual

Primary Security ID: 983134107

Shares Voted: 975

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Betsy S. Atkins	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>				
1.2	Elect Director Paul Liu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>				
1.3	Elect Director Darnell O. Strom	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. While there is concern with regard to STI goal rigor, annual incentives were primarily based on pre-set financial objectives with clearly disclosed goals. Some concerns persist with the lack of forward-looking goal disclosure for a portion of the PSUs. However, FY23 LTI awards were majority performance-based, with a portion of PSUs based on a new multi-year TSR metric. Additionally, the proxy retroactively discloses goals and achievements for closing-cycle equity awards.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				

Zurn Elkay Water Solutions Corporation

Meeting Date: 05/02/2024

Country: USA

Ticker: ZWS

Record Date: 03/04/2024

Meeting Type: Annual

Primary Security ID: 98983L108

Shares Voted: 2,419

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Todd A. Adams	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Todd Adams, George Moore, and Rosemary (Rose) Schooler for lack of diversity on the board.</i>				
1.2	Elect Director George C. Moore	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Todd Adams, George Moore, and Rosemary (Rose) Schooler for lack of diversity on the board.</i>				

Zurn Elkay Water Solutions Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Director Rosemary Schooler	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Todd Adams, George Moore, and Rosemary (Rose) Schooler for lack of diversity on the board.</i>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>					
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
<i>Voting Policy Rationale: A vote for the adoption of an ANNUAL say-on-pay frequency is warranted. Annual say-on-pay votes are considered a best practice as they give shareholders a regular opportunity to opine on executive pay.</i>					
4	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that: * the purchase price is reasonable; * the number of shares reserved is reasonable; and * the offering period is within limits prescribed by Section 423 of the Internal Revenue Code.</i>					
5	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 10.36 percent of the fees paid to the auditor are for non-audit purposes.</i>					

AbbVie Inc.

Meeting Date: 05/03/2024 **Country:** USA **Ticker:** ABBV
Record Date: 03/04/2024 **Meeting Type:** Annual
Primary Security ID: 00287Y109

Shares Voted: 20,462

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Roxanne S. Austin	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Glenn Tilton and Rebecca Roberts is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1b	Elect Director Richard A. Gonzalez	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Glenn Tilton and Rebecca Roberts is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1c	Elect Director Susan E. Quaggin	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Glenn Tilton and Rebecca Roberts is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1d	Elect Director Rebecca B. Roberts	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Glenn Tilton and Rebecca Roberts is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

AbbVie Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1e	Elect Director Glenn F. Tilton	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Glenn Tilton and Rebecca Roberts is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 15.83 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: After a review of the company's compensation program and practices, a vote FOR this proposal is warranted, as pay and performance are reasonably aligned at this time. Nevertheless, concerns regarding the structure of the short-term and long-term incentive programs remain.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
	<i>Voting Policy Rationale: A vote for the adoption of an ANNUAL say-on-pay frequency is warranted. Annual say-on-pay votes are considered a best practice as they give shareholders a regular opportunity to opine on executive pay.</i>				
5	Eliminate Supermajority Vote Requirement	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that the reduction in the supermajority vote requirement enhances shareholder rights.</i>				
6	Adopt Simple Majority Vote	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. The elimination of supermajority vote requirements would improve shareholder rights and approval of this non-binding item may convey to the board that shareholders may wish for it to take additional steps to ensure they are removed.</i>				
7	Report on Lobbying Payments and Policy	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as additional disclosure of the company's direct and indirect lobbying payments would help shareholders better assess the risks and benefits associated with the company's participation in the public policy process.</i>				
8	Report on Impact of Extended Patent Exclusivities on Product Access	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, because shareholders would benefit from more robust disclosure of the company's processes and oversight mechanisms for managing risks related to anti-competitive practices.</i>				

Dover Corporation

Meeting Date: 05/03/2024 **Country:** USA **Ticker:** DOV
Record Date: 03/08/2024 **Meeting Type:** Annual
Primary Security ID: 260003108

Shares Voted: 2,155

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Deborah L. DeHaas	Mgmt	For	Against	Against

Dover Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) Johnston, Deborah DeHaas, H. John Gilbertson Jr. and Kristiane Graham is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director H. John Gilbertson, Jr.	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) Johnston, Deborah DeHaas, H. John Gilbertson Jr. and Kristiane Graham is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Kristiane C. Graham	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) Johnston, Deborah DeHaas, H. John Gilbertson Jr. and Kristiane Graham is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Marc A. Howze	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) Johnston, Deborah DeHaas, H. John Gilbertson Jr. and Kristiane Graham is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Michael F. Johnston	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) Johnston, Deborah DeHaas, H. John Gilbertson Jr. and Kristiane Graham is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Michael Manley	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) Johnston, Deborah DeHaas, H. John Gilbertson Jr. and Kristiane Graham is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Danita K. Ostling	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) Johnston, Deborah DeHaas, H. John Gilbertson Jr. and Kristiane Graham is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Eric A. Spiegel	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) Johnston, Deborah DeHaas, H. John Gilbertson Jr. and Kristiane Graham is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Richard J. Tobin	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) Johnston, Deborah DeHaas, H. John Gilbertson Jr. and Kristiane Graham is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Keith E. Wandell	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) Johnston, Deborah DeHaas, H. John Gilbertson Jr. and Kristiane Graham is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				

Dover Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * A majority of equity awards to the CEO are not tied to performance-contingent pay elements; * Excessive differentials between CEO pay and the pay of other named executive officers at the firm.</i></p>					
4	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation amendment aligns with Delaware law and is considered to reasonably balance shareholders' interest in officer accountability with their interest in recruiting and retaining qualified officers to manage the company.</i></p>					

HSBC Holdings Plc

Meeting Date: 05/03/2024 **Country:** United Kingdom **Ticker:** HSBA
Record Date: 05/02/2024 **Meeting Type:** Annual
Primary Security ID: G4634U169

Shares Voted: 384,842

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Management Proposals	Mgmt			
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i></p>					
2	Approve Remuneration Report	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is considered warranted, as no material concerns have been identified.</i></p>					
3	Approve Variable Component of Remuneration for Material Risk Takers	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted in absence of significant concerns. The proposal relates to the pay of Material Risk Takers, which excludes Executive Directors whose variable opportunity remain subject to the limits set in the remuneration policy approved by shareholders.</i></p>					
4a	Elect Ann Godbehere as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i></p>					
4b	Elect Brendan Nelson as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i></p>					
4c	Elect Swee Lian Teo as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4d	Re-elect Geraldine Buckingham as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
4e	Re-elect Rachel Duan as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
4f	Re-elect Georges Elhedery as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
4g	Re-elect Dame Carolyn Fairbairn as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
4h	Re-elect James Forese as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
4i	Re-elect Steven Guggenheimer as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
4j	Re-elect Jose Antonio Meade Kuribrena as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
4k	Re-elect Kalpana Morparia as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
4l	Re-elect Eileen Murray as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
4m	Re-elect Noel Quinn as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
4n	Re-elect Mark Tucker as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
5	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 12.9 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
6	Authorise the Group Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 12.9 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
7	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				

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

HSBC Holdings Plc

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

IGM Financial Inc.

Meeting Date: 05/03/2024 **Country:** Canada **Ticker:** IGM
Record Date: 03/13/2024 **Meeting Type:** Annual
Primary Security ID: 449586106

Shares Voted: 12,495

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Marc A. Bibeau	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Robert Jeffrey Orr, Paul Desmarais Jr., Andre Desmarais, Gary Doer, Susan McArthur, and John McCallum for lack of diversity on the board. Vote FOR the other proposed nominees.</i></p>					
1.2	Elect Director Marcel R. Coutu	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Robert Jeffrey Orr, Paul Desmarais Jr., Andre Desmarais, Gary Doer, Susan McArthur, and John McCallum for lack of diversity on the board. Vote FOR the other proposed nominees.</i></p>					
1.3	Elect Director Andre Desmarais	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Robert Jeffrey Orr, Paul Desmarais Jr., Andre Desmarais, Gary Doer, Susan McArthur, and John McCallum for lack of diversity on the board. Vote FOR the other proposed nominees.</i></p>					
1.4	Elect Director Paul Desmarais, Jr.	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Robert Jeffrey Orr, Paul Desmarais Jr., Andre Desmarais, Gary Doer, Susan McArthur, and John McCallum for lack of diversity on the board. Vote FOR the other proposed nominees.</i></p>					
1.5	Elect Director Gary Doer	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Robert Jeffrey Orr, Paul Desmarais Jr., Andre Desmarais, Gary Doer, Susan McArthur, and John McCallum for lack of diversity on the board. Vote FOR the other proposed nominees.</i></p>					
1.6	Elect Director Susan Doniz	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Robert Jeffrey Orr, Paul Desmarais Jr., Andre Desmarais, Gary Doer, Susan McArthur, and John McCallum for lack of diversity on the board. Vote FOR the other proposed nominees.</i></p>					

IGM Financial Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.7	Elect Director Claude Genereux	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Robert Jeffrey Orr, Paul Desmarais Jr., Andre Desmarais, Gary Doer, Susan McArthur, and John McCallum for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.8	Elect Director Sharon Hodgson	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Robert Jeffrey Orr, Paul Desmarais Jr., Andre Desmarais, Gary Doer, Susan McArthur, and John McCallum for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.9	Elect Director Jake Lawrence	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Robert Jeffrey Orr, Paul Desmarais Jr., Andre Desmarais, Gary Doer, Susan McArthur, and John McCallum for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.10	Elect Director Sharon MacLeod	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Robert Jeffrey Orr, Paul Desmarais Jr., Andre Desmarais, Gary Doer, Susan McArthur, and John McCallum for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.11	Elect Director Susan J. McArthur	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Robert Jeffrey Orr, Paul Desmarais Jr., Andre Desmarais, Gary Doer, Susan McArthur, and John McCallum for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.12	Elect Director John McCallum	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Robert Jeffrey Orr, Paul Desmarais Jr., Andre Desmarais, Gary Doer, Susan McArthur, and John McCallum for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.13	Elect Director R. Jeffrey Orr	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Robert Jeffrey Orr, Paul Desmarais Jr., Andre Desmarais, Gary Doer, Susan McArthur, and John McCallum for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.14	Elect Director James O'Sullivan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Robert Jeffrey Orr, Paul Desmarais Jr., Andre Desmarais, Gary Doer, Susan McArthur, and John McCallum for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.15	Elect Director Beth Wilson	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Robert Jeffrey Orr, Paul Desmarais Jr., Andre Desmarais, Gary Doer, Susan McArthur, and John McCallum for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
2	Ratify Deloitte LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR this item because only 8.74 percent of the total audit fees paid to the auditor are attributable to non-audit fees.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR this resolution. While pay and performance appear to be reasonably aligned at this time, some problematic pay practices continue to prevail, including lack of disclosure regarding performance measures and target and problematic pay practices.</i>				

Illinois Tool Works Inc.

Meeting Date: 05/03/2024

Country: USA

Ticker: ITW

Record Date: 03/04/2024

Meeting Type: Annual

Primary Security ID: 452308109

Shares Voted: 5,493

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Daniel J. Brutto	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard Lenny, Susan Crown, Darrell Ford, James Griffith and Pamela Strobel is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Susan Crown	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard Lenny, Susan Crown, Darrell Ford, James Griffith and Pamela Strobel is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Darrell L. Ford	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard Lenny, Susan Crown, Darrell Ford, James Griffith and Pamela Strobel is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Kelly J. Grier	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard Lenny, Susan Crown, Darrell Ford, James Griffith and Pamela Strobel is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director James W. Griffith	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard Lenny, Susan Crown, Darrell Ford, James Griffith and Pamela Strobel is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Jay L. Henderson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard Lenny, Susan Crown, Darrell Ford, James Griffith and Pamela Strobel is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Jaime Irick	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard Lenny, Susan Crown, Darrell Ford, James Griffith and Pamela Strobel is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Richard H. Lenny	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard Lenny, Susan Crown, Darrell Ford, James Griffith and Pamela Strobel is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Christopher A. O'Herlihy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard Lenny, Susan Crown, Darrell Ford, James Griffith and Pamela Strobel is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director E. Scott Santi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard Lenny, Susan Crown, Darrell Ford, James Griffith and Pamela Strobel is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Illinois Tool Works Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1k	Elect Director David B. Smith, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard Lenny, Susan Crown, Darrell Ford, James Griffith and Pamela Strobel is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director Pamela B. Strobel	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard Lenny, Susan Crown, Darrell Ford, James Griffith and Pamela Strobel is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Annual incentives are entirely based on pre-set financial metrics, and long-term incentives are half performance-based with a multi-year measurement period and forward-looking goal disclosure.</i>				
3	Approve Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 7.0 percent of the fees paid to the auditor are for non-audit purposes.</i>				
5	Submit Severance Agreement to Shareholder Vote	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR the proposal is warranted. While current severance arrangements are reasonable, the company does not disclose a policy prohibiting additional cash severance payments beyond a certain level or a mechanism that would require shareholder approval in order for excessive cash severance to be payable. The requested policy would ensure such shareholder protections.</i>				

InterContinental Hotels Group Plc

Meeting Date: 05/03/2024 **Country:** United Kingdom **Ticker:** IHG
Record Date: 05/01/2024 **Meeting Type:** Annual
Primary Security ID: G4804L163

Shares Voted: 617

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

InterContinental Hotels Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4a	Elect Sir Ron Kalifa as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
4b	Elect Angie Risley as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
4c	Re-elect Graham Allan as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
4d	Re-elect Daniela Barone Soares as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
4e	Re-elect Arthur de Haast as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
4f	Re-elect Duriya Farooqui as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
4g	Re-elect Michael Glover as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
4h	Re-elect Byron Grote as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
4i	Re-elect Elie Maalouf as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
4j	Re-elect Deanna Oppenheimer as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
4k	Re-elect Sharon Rothstein as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
5	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 8.3 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
6	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 8.3 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
7	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				

InterContinental Hotels Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
9	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
10	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
11	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				
12	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>				
13	Adopt New Articles of Association	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted as no significant concerns have been identified.</i>				

Interroll Holding AG

Meeting Date: 05/03/2024

Country: Switzerland

Ticker: INRN

Record Date: 04/19/2024

Meeting Type: Annual

Primary Security ID: H4247Q117

Shares Voted: 10

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the annual accounts, annual report, and auditor's report for the fiscal year in review is warranted.</i>				
1.2	Approve Non-Financial Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the approval of the company's non-financial report is warranted. Nevertheless, support is qualified considering the lack of external assurance that would confirm the validity of the information.</i>				
2	Approve Allocation of Income and Dividends of CHF 32.00 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i>				

Interroll Holding AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Discharge of Board and Senior Management	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the formal discharge of the board of directors and senior management is warranted, as there is no evidence that the board and senior management have not fulfilled their fiduciary duties.</i>				
4.1	Approve Remuneration Report	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the remuneration report is warranted because: * There is insufficient ex-post disclosure to explain the evolution of variable payouts versus company performance. * There is no standalone long-term incentive component that measures performance over a multi-year period. * The remuneration report does not disclose any response to shareholder dissent on the prior vote.</i>				
4.2	Approve Remuneration of Directors in the Amount of CHF 1.1 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount is in line with market practice.</i>				
4.3	Approve Remuneration of Executive Committee in the Amount of CHF 4.6 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposal appears to be in line with market practice and does not raise significant concerns.</i>				
5.1	Reelect Paul Zumbuehl as Director and Board Chair	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST Paul Zumbuehl is warranted because he holds an excessive number of mandates at listed companies. A vote AGAINST incumbent nomination committee members Markus Asch and Stefano Mercurio is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted at this time.</i>				
5.2	Reelect Stefano Mercurio as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST Paul Zumbuehl is warranted because he holds an excessive number of mandates at listed companies. A vote AGAINST incumbent nomination committee members Markus Asch and Stefano Mercurio is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted at this time.</i>				
5.3	Reelect Ingo Specht as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST Paul Zumbuehl is warranted because he holds an excessive number of mandates at listed companies. A vote AGAINST incumbent nomination committee members Markus Asch and Stefano Mercurio is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted at this time.</i>				
5.4	Reelect Elena Cortona as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST Paul Zumbuehl is warranted because he holds an excessive number of mandates at listed companies. A vote AGAINST incumbent nomination committee members Markus Asch and Stefano Mercurio is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted at this time.</i>				
5.5	Reelect Markus Asch as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST Paul Zumbuehl is warranted because he holds an excessive number of mandates at listed companies. A vote AGAINST incumbent nomination committee members Markus Asch and Stefano Mercurio is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted at this time.</i>				
5.6	Reelect Susanne Schreiber as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST Paul Zumbuehl is warranted because he holds an excessive number of mandates at listed companies. A vote AGAINST incumbent nomination committee members Markus Asch and Stefano Mercurio is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted at this time.</i>				

Interroll Holding AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6.1	Reappoint Markus Asch as Member of the Compensation Committee	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST Paul Zumbuehl is warranted because he holds an excessive number of mandates at listed companies. A vote AGAINST incumbent nomination committee members Markus Asch and Stefano Mercurio is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted at this time.</i></p>					
6.2	Reappoint Stefano Mercurio as Member of the Compensation Committee	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST Paul Zumbuehl is warranted because he holds an excessive number of mandates at listed companies. A vote AGAINST incumbent nomination committee members Markus Asch and Stefano Mercurio is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted at this time.</i></p>					
7	Ratify PricewaterhouseCoopers AG as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i></p>					
8	Designate Francesco Adami as Independent Proxy	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concerns.</i></p>					
9	Transact Other Business (Voting)	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST is warranted because: * This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and * The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.</i></p>					

Lattice Semiconductor Corporation

Meeting Date: 05/03/2024

Country: USA

Ticker: LSCC

Record Date: 03/08/2024

Meeting Type: Annual

Primary Security ID: 518415104

Shares Voted: 2,298

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director James R. Anderson	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Jeffrey (Jeff) Richardson, Robin Abrams, and Elizabeth (Beth) Schwarting is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.2	Elect Director Robin A. Abrams	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Jeffrey (Jeff) Richardson, Robin Abrams, and Elizabeth (Beth) Schwarting is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.3	Elect Director Douglas Bettinger	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Jeffrey (Jeff) Richardson, Robin Abrams, and Elizabeth (Beth) Schwarting is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

Lattice Semiconductor Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.4	Elect Director Que Thanh Dallara	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Jeffrey (Jeff) Richardson, Robin Abrams, and Elizabeth (Beth) Schwarting is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.5	Elect Director John Forsyth	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Jeffrey (Jeff) Richardson, Robin Abrams, and Elizabeth (Beth) Schwarting is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.6	Elect Director Mark E. Jensen	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Jeffrey (Jeff) Richardson, Robin Abrams, and Elizabeth (Beth) Schwarting is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.7	Elect Director James P. Lederer	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Jeffrey (Jeff) Richardson, Robin Abrams, and Elizabeth (Beth) Schwarting is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.8	Elect Director D. Jeffrey Richardson	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Jeffrey (Jeff) Richardson, Robin Abrams, and Elizabeth (Beth) Schwarting is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.9	Elect Director Elizabeth Schwarting	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Jeffrey (Jeff) Richardson, Robin Abrams, and Elizabeth (Beth) Schwarting is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 11.39 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i></p>					

Mondi Plc

Meeting Date: 05/03/2024 **Country:** United Kingdom **Ticker:** MNDI
Record Date: 05/01/2024 **Meeting Type:** Annual
Primary Security ID: G6258S115

Shares Voted: 1,639

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

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>				
2	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is considered warranted although it is not without concern because: * Bonuses were paid although the threshold targets for the financial metrics were missed. However, in mitigation, it is recognised that: * Bonuses were less than a third of maximum; * There was strength in some areas of performance, especially cash generation; and * Shareholder experience was reflected, to some extent, in LTIP outcome.</i>				
3	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
4	Re-elect Svein Brandtzaeg as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Philip Yea, Dominique Reiniche, Svein Brandtzaeg, Susan (Sue) Clark, Anke Groth, Sakumzi (Saki) Macozoma, Dame Angela Strank and Stephen Young is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
5	Re-elect Sue Clark as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Philip Yea, Dominique Reiniche, Svein Brandtzaeg, Susan (Sue) Clark, Anke Groth, Sakumzi (Saki) Macozoma, Dame Angela Strank and Stephen Young is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
6	Re-elect Anke Groth as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Philip Yea, Dominique Reiniche, Svein Brandtzaeg, Susan (Sue) Clark, Anke Groth, Sakumzi (Saki) Macozoma, Dame Angela Strank and Stephen Young is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
7	Re-elect Andrew King as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Philip Yea, Dominique Reiniche, Svein Brandtzaeg, Susan (Sue) Clark, Anke Groth, Sakumzi (Saki) Macozoma, Dame Angela Strank and Stephen Young is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
8	Re-elect Saki Macozoma as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Philip Yea, Dominique Reiniche, Svein Brandtzaeg, Susan (Sue) Clark, Anke Groth, Sakumzi (Saki) Macozoma, Dame Angela Strank and Stephen Young is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
9	Re-elect Mike Powell as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Philip Yea, Dominique Reiniche, Svein Brandtzaeg, Susan (Sue) Clark, Anke Groth, Sakumzi (Saki) Macozoma, Dame Angela Strank and Stephen Young is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
10	Re-elect Dominique Reiniche as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Philip Yea, Dominique Reiniche, Svein Brandtzaeg, Susan (Sue) Clark, Anke Groth, Sakumzi (Saki) Macozoma, Dame Angela Strank and Stephen Young is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
11	Re-elect Dame Angela Strank as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Philip Yea, Dominique Reiniche, Svein Brandtzaeg, Susan (Sue) Clark, Anke Groth, Sakumzi (Saki) Macozoma, Dame Angela Strank and Stephen Young is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Mondi Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
12	Re-elect Philip Yea as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Philip Yea, Dominique Reiniche, Svein Brandtzaeg, Susan (Sue) Clark, Anke Groth, Sakumzi (Saki) Macozoma, Dame Angela Strank and Stephen Young is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
13	Re-elect Stephen Young as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Philip Yea, Dominique Reiniche, Svein Brandtzaeg, Susan (Sue) Clark, Anke Groth, Sakumzi (Saki) Macozoma, Dame Angela Strank and Stephen Young is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
14	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as no significant concerns have been identified.</i>				
15	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
16	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
17	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
18	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				
19	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>				

Teleflex Incorporated

Meeting Date: 05/03/2024

Country: USA

Ticker: TFX

Record Date: 03/08/2024

Meeting Type: Annual

Primary Security ID: 879369106

Shares Voted: 915

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Candace H. Duncan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephen Klasko and Stuart Randle is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				

Teleflex Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1b	Elect Director Gretchen R. Haggerty	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephen Klasko and Stuart Randle is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1c	Elect Director Liam J. Kelly	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephen Klasko and Stuart Randle is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1d	Elect Director Stephen K. Klasko	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephen Klasko and Stuart Randle is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1e	Elect Director Stuart A. Randle	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephen Klasko and Stuart Randle is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1f	Elect Director Jaewon Ryu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephen Klasko and Stuart Randle is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * A majority of equity awards to the CEO are not tied to performance-contingent pay elements; * High CEO pay relative to company performance compared to the company's peers; * The company has not disclosed any short- and long-term E&S performance incentives; * The company maintains an auto-accelerated equity vesting change-in-control provision.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 8.47 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as the proposed 10 percent ownership threshold for shareholders to call a special meeting would enhance shareholders ability to make use of the right, and the likelihood of abuse is small.</i>				

TMX Group Limited

Meeting Date: 05/03/2024

Country: Canada

Ticker: X

Record Date: 03/06/2024

Meeting Type: Annual/Special

Primary Security ID: 87262K105

Shares Voted: 28,850

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 7.6 percent of the total audit fees paid to the auditor are attributable to non-audit fees.</i>				

TMX Group Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2a	Elect Director Luc Bertrand	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Nicolas (Nick) Darveau-Garneau, William (Bill) Linton, Audrey Mascarenhas and Monique Mercier for lack of diversity on the board. Vote FOR other proposed nominees.</i>				
2b	Elect Director Nicolas Darveau-Garneau	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Nicolas (Nick) Darveau-Garneau, William (Bill) Linton, Audrey Mascarenhas and Monique Mercier for lack of diversity on the board. Vote FOR other proposed nominees.</i>				
2c	Elect Director Martine Irman	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Nicolas (Nick) Darveau-Garneau, William (Bill) Linton, Audrey Mascarenhas and Monique Mercier for lack of diversity on the board. Vote FOR other proposed nominees.</i>				
2d	Elect Director Moe Kermani	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Nicolas (Nick) Darveau-Garneau, William (Bill) Linton, Audrey Mascarenhas and Monique Mercier for lack of diversity on the board. Vote FOR other proposed nominees.</i>				
2e	Elect Director William Linton	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Nicolas (Nick) Darveau-Garneau, William (Bill) Linton, Audrey Mascarenhas and Monique Mercier for lack of diversity on the board. Vote FOR other proposed nominees.</i>				
2f	Elect Director Audrey Mascarenhas	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Nicolas (Nick) Darveau-Garneau, William (Bill) Linton, Audrey Mascarenhas and Monique Mercier for lack of diversity on the board. Vote FOR other proposed nominees.</i>				
2g	Elect Director John McKenzie	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Nicolas (Nick) Darveau-Garneau, William (Bill) Linton, Audrey Mascarenhas and Monique Mercier for lack of diversity on the board. Vote FOR other proposed nominees.</i>				
2h	Elect Director Monique Mercier	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Nicolas (Nick) Darveau-Garneau, William (Bill) Linton, Audrey Mascarenhas and Monique Mercier for lack of diversity on the board. Vote FOR other proposed nominees.</i>				
2i	Elect Director Claude Tessier	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Nicolas (Nick) Darveau-Garneau, William (Bill) Linton, Audrey Mascarenhas and Monique Mercier for lack of diversity on the board. Vote FOR other proposed nominees.</i>				
2j	Elect Director Eric Wetlaufer	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Nicolas (Nick) Darveau-Garneau, William (Bill) Linton, Audrey Mascarenhas and Monique Mercier for lack of diversity on the board. Vote FOR other proposed nominees.</i>				
2k	Elect Director Ava Yaskiel	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Nicolas (Nick) Darveau-Garneau, William (Bill) Linton, Audrey Mascarenhas and Monique Mercier for lack of diversity on the board. Vote FOR other proposed nominees.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR this non-binding advisory vote as there are no significant issues at this time.</i>				

Berkshire Hathaway Inc.

Meeting Date: 05/04/2024

Country: USA

Ticker: BRK.B

Record Date: 03/06/2024

Meeting Type: Annual

Primary Security ID: 084670702

Shares Voted: 7,332

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Warren E. Buffett	Mgmt	For	Withhold	Withhold

Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Stephen (Steve) Burke, Kenneth (Ken) Chenault, Charlotte Guyman and Thomas Murphy Jr. for lack of diversity on the board. WITHHOLD votes are warranted for governance committee members Stephen (Steve) Burke, Kenneth (Ken) Chenault, Charlotte Guyman, and Thomas Murphy Jr., due to the company maintaining a multi-class share structure with disparate voting rights, which is not subject to reasonable time-based sunset. WITHHOLD votes are warranted for compensation committee members Stephen Burke, Kenneth Chenault, Charlotte Guyman, and Thomas Murphy Jr. due to persistent concerns regarding executive pay practices and disclosures. These issues call into question whether the compensation committee is providing adequate oversight and indicates poor stewardship. WITHHOLD votes are warranted for the incumbent chair of the audit committee, Susan (Sue) Decker, because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Warren Buffett are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the other director nominees is warranted.

1.2	Elect Director Gregory E. Abel	Mgmt	For	For	For
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Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Stephen (Steve) Burke, Kenneth (Ken) Chenault, Charlotte Guyman and Thomas Murphy Jr. for lack of diversity on the board. WITHHOLD votes are warranted for governance committee members Stephen (Steve) Burke, Kenneth (Ken) Chenault, Charlotte Guyman, and Thomas Murphy Jr., due to the company maintaining a multi-class share structure with disparate voting rights, which is not subject to reasonable time-based sunset. WITHHOLD votes are warranted for compensation committee members Stephen Burke, Kenneth Chenault, Charlotte Guyman, and Thomas Murphy Jr. due to persistent concerns regarding executive pay practices and disclosures. These issues call into question whether the compensation committee is providing adequate oversight and indicates poor stewardship. WITHHOLD votes are warranted for the incumbent chair of the audit committee, Susan (Sue) Decker, because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Warren Buffett are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the other director nominees is warranted.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Director Howard G. Buffett	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Stephen (Steve) Burke, Kenneth (Ken) Chenault, Charlotte Guyman and Thomas Murphy Jr. for lack of diversity on the board. WITHHOLD votes are warranted for governance committee members Stephen (Steve) Burke, Kenneth (Ken) Chenault, Charlotte Guyman, and Thomas Murphy Jr., due to the company maintaining a multi-class share structure with disparate voting rights, which is not subject to reasonable time-based sunset. WITHHOLD votes are warranted for compensation committee members Stephen Burke, Kenneth Chenault, Charlotte Guyman, and Thomas Murphy Jr. due to persistent concerns regarding executive pay practices and disclosures. These issues call into question whether the compensation committee is providing adequate oversight and indicates poor stewardship. WITHHOLD votes are warranted for the incumbent chair of the audit committee, Susan (Sue) Decker, because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Warren Buffett are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the other director nominees is warranted.</i></p>				
1.4	Elect Director Susan A. Buffett	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Stephen (Steve) Burke, Kenneth (Ken) Chenault, Charlotte Guyman and Thomas Murphy Jr. for lack of diversity on the board. WITHHOLD votes are warranted for governance committee members Stephen (Steve) Burke, Kenneth (Ken) Chenault, Charlotte Guyman, and Thomas Murphy Jr., due to the company maintaining a multi-class share structure with disparate voting rights, which is not subject to reasonable time-based sunset. WITHHOLD votes are warranted for compensation committee members Stephen Burke, Kenneth Chenault, Charlotte Guyman, and Thomas Murphy Jr. due to persistent concerns regarding executive pay practices and disclosures. These issues call into question whether the compensation committee is providing adequate oversight and indicates poor stewardship. WITHHOLD votes are warranted for the incumbent chair of the audit committee, Susan (Sue) Decker, because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Warren Buffett are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the other director nominees is warranted.</i></p>				
1.5	Elect Director Stephen B. Burke	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Stephen (Steve) Burke, Kenneth (Ken) Chenault, Charlotte Guyman and Thomas Murphy Jr. for lack of diversity on the board. WITHHOLD votes are warranted for governance committee members Stephen (Steve) Burke, Kenneth (Ken) Chenault, Charlotte Guyman, and Thomas Murphy Jr., due to the company maintaining a multi-class share structure with disparate voting rights, which is not subject to reasonable time-based sunset. WITHHOLD votes are warranted for compensation committee members Stephen Burke, Kenneth Chenault, Charlotte Guyman, and Thomas Murphy Jr. due to persistent concerns regarding executive pay practices and disclosures. These issues call into question whether the compensation committee is providing adequate oversight and indicates poor stewardship. WITHHOLD votes are warranted for the incumbent chair of the audit committee, Susan (Sue) Decker, because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Warren Buffett are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the other director nominees is warranted.</i></p>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.6	Elect Director Kenneth I. Chenault	Mgmt	For	Withhold	Withhold

Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Stephen (Steve) Burke, Kenneth (Ken) Chenault, Charlotte Guyman and Thomas Murphy Jr. for lack of diversity on the board. WITHHOLD votes are warranted for governance committee members Stephen (Steve) Burke, Kenneth (Ken) Chenault, Charlotte Guyman, and Thomas Murphy Jr., due to the company maintaining a multi-class share structure with disparate voting rights, which is not subject to reasonable time-based sunset. WITHHOLD votes are warranted for compensation committee members Stephen Burke, Kenneth Chenault, Charlotte Guyman, and Thomas Murphy Jr. due to persistent concerns regarding executive pay practices and disclosures. These issues call into question whether the compensation committee is providing adequate oversight and indicates poor stewardship. WITHHOLD votes are warranted for the incumbent chair of the audit committee, Susan (Sue) Decker, because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Warren Buffett are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the other director nominees is warranted.

1.7	Elect Director Christopher C. Davis	Mgmt	For	For	For
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Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Stephen (Steve) Burke, Kenneth (Ken) Chenault, Charlotte Guyman and Thomas Murphy Jr. for lack of diversity on the board. WITHHOLD votes are warranted for governance committee members Stephen (Steve) Burke, Kenneth (Ken) Chenault, Charlotte Guyman, and Thomas Murphy Jr., due to the company maintaining a multi-class share structure with disparate voting rights, which is not subject to reasonable time-based sunset. WITHHOLD votes are warranted for compensation committee members Stephen Burke, Kenneth Chenault, Charlotte Guyman, and Thomas Murphy Jr. due to persistent concerns regarding executive pay practices and disclosures. These issues call into question whether the compensation committee is providing adequate oversight and indicates poor stewardship. WITHHOLD votes are warranted for the incumbent chair of the audit committee, Susan (Sue) Decker, because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Warren Buffett are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the other director nominees is warranted.

1.8	Elect Director Susan L. Decker	Mgmt	For	Withhold	Withhold
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Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Stephen (Steve) Burke, Kenneth (Ken) Chenault, Charlotte Guyman and Thomas Murphy Jr. for lack of diversity on the board. WITHHOLD votes are warranted for governance committee members Stephen (Steve) Burke, Kenneth (Ken) Chenault, Charlotte Guyman, and Thomas Murphy Jr., due to the company maintaining a multi-class share structure with disparate voting rights, which is not subject to reasonable time-based sunset. WITHHOLD votes are warranted for compensation committee members Stephen Burke, Kenneth Chenault, Charlotte Guyman, and Thomas Murphy Jr. due to persistent concerns regarding executive pay practices and disclosures. These issues call into question whether the compensation committee is providing adequate oversight and indicates poor stewardship. WITHHOLD votes are warranted for the incumbent chair of the audit committee, Susan (Sue) Decker, because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Warren Buffett are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the other director nominees is warranted.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.9	Elect Director Charlotte Guyman	Mgmt	For	Withhold	Withhold

Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Stephen (Steve) Burke, Kenneth (Ken) Chenault, Charlotte Guyman and Thomas Murphy Jr. for lack of diversity on the board. WITHHOLD votes are warranted for governance committee members Stephen (Steve) Burke, Kenneth (Ken) Chenault, Charlotte Guyman, and Thomas Murphy Jr., due to the company maintaining a multi-class share structure with disparate voting rights, which is not subject to reasonable time-based sunset. WITHHOLD votes are warranted for compensation committee members Stephen Burke, Kenneth Chenault, Charlotte Guyman, and Thomas Murphy Jr. due to persistent concerns regarding executive pay practices and disclosures. These issues call into question whether the compensation committee is providing adequate oversight and indicates poor stewardship. WITHHOLD votes are warranted for the incumbent chair of the audit committee, Susan (Sue) Decker, because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Warren Buffett are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the other director nominees is warranted.

1.10	Elect Director Ajit Jain	Mgmt	For	For	For
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Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Stephen (Steve) Burke, Kenneth (Ken) Chenault, Charlotte Guyman and Thomas Murphy Jr. for lack of diversity on the board. WITHHOLD votes are warranted for governance committee members Stephen (Steve) Burke, Kenneth (Ken) Chenault, Charlotte Guyman, and Thomas Murphy Jr., due to the company maintaining a multi-class share structure with disparate voting rights, which is not subject to reasonable time-based sunset. WITHHOLD votes are warranted for compensation committee members Stephen Burke, Kenneth Chenault, Charlotte Guyman, and Thomas Murphy Jr. due to persistent concerns regarding executive pay practices and disclosures. These issues call into question whether the compensation committee is providing adequate oversight and indicates poor stewardship. WITHHOLD votes are warranted for the incumbent chair of the audit committee, Susan (Sue) Decker, because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Warren Buffett are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the other director nominees is warranted.

1.11	Elect Director Thomas S. Murphy, Jr.	Mgmt	For	Withhold	Withhold
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Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Stephen (Steve) Burke, Kenneth (Ken) Chenault, Charlotte Guyman and Thomas Murphy Jr. for lack of diversity on the board. WITHHOLD votes are warranted for governance committee members Stephen (Steve) Burke, Kenneth (Ken) Chenault, Charlotte Guyman, and Thomas Murphy Jr., due to the company maintaining a multi-class share structure with disparate voting rights, which is not subject to reasonable time-based sunset. WITHHOLD votes are warranted for compensation committee members Stephen Burke, Kenneth Chenault, Charlotte Guyman, and Thomas Murphy Jr. due to persistent concerns regarding executive pay practices and disclosures. These issues call into question whether the compensation committee is providing adequate oversight and indicates poor stewardship. WITHHOLD votes are warranted for the incumbent chair of the audit committee, Susan (Sue) Decker, because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Warren Buffett are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the other director nominees is warranted.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.12	Elect Director Ronald L. Olson	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Stephen (Steve) Burke, Kenneth (Ken) Chenault, Charlotte Guyman and Thomas Murphy Jr. for lack of diversity on the board. WITHHOLD votes are warranted for governance committee members Stephen (Steve) Burke, Kenneth (Ken) Chenault, Charlotte Guyman, and Thomas Murphy Jr., due to the company maintaining a multi-class share structure with disparate voting rights, which is not subject to reasonable time-based sunset. WITHHOLD votes are warranted for compensation committee members Stephen Burke, Kenneth Chenault, Charlotte Guyman, and Thomas Murphy Jr. due to persistent concerns regarding executive pay practices and disclosures. These issues call into question whether the compensation committee is providing adequate oversight and indicates poor stewardship. WITHHOLD votes are warranted for the incumbent chair of the audit committee, Susan (Sue) Decker, because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Warren Buffett are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the other director nominees is warranted.</i></p>				
1.13	Elect Director Wallace R. Weitz	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Stephen (Steve) Burke, Kenneth (Ken) Chenault, Charlotte Guyman and Thomas Murphy Jr. for lack of diversity on the board. WITHHOLD votes are warranted for governance committee members Stephen (Steve) Burke, Kenneth (Ken) Chenault, Charlotte Guyman, and Thomas Murphy Jr., due to the company maintaining a multi-class share structure with disparate voting rights, which is not subject to reasonable time-based sunset. WITHHOLD votes are warranted for compensation committee members Stephen Burke, Kenneth Chenault, Charlotte Guyman, and Thomas Murphy Jr. due to persistent concerns regarding executive pay practices and disclosures. These issues call into question whether the compensation committee is providing adequate oversight and indicates poor stewardship. WITHHOLD votes are warranted for the incumbent chair of the audit committee, Susan (Sue) Decker, because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Warren Buffett are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the other director nominees is warranted.</i></p>				
1.14	Elect Director Meryl B. Witmer	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Stephen (Steve) Burke, Kenneth (Ken) Chenault, Charlotte Guyman and Thomas Murphy Jr. for lack of diversity on the board. WITHHOLD votes are warranted for governance committee members Stephen (Steve) Burke, Kenneth (Ken) Chenault, Charlotte Guyman, and Thomas Murphy Jr., due to the company maintaining a multi-class share structure with disparate voting rights, which is not subject to reasonable time-based sunset. WITHHOLD votes are warranted for compensation committee members Stephen Burke, Kenneth Chenault, Charlotte Guyman, and Thomas Murphy Jr. due to persistent concerns regarding executive pay practices and disclosures. These issues call into question whether the compensation committee is providing adequate oversight and indicates poor stewardship. WITHHOLD votes are warranted for the incumbent chair of the audit committee, Susan (Sue) Decker, because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. Significant risks to shareholders stemming from moderate to severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against, manage and mitigate material environmental, social and governance risks. In addition, the company does not have any public reports or information on its website about its sustainability strategy or communications regarding its environmental and social performance. WITHHOLD votes for CEO/Chair Warren Buffett are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. A vote FOR the other director nominees is warranted.</i></p>				

Berkshire Hathaway Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Report on Efforts to Measure, Disclose and Reduce GHG Emissions Associated with Underwriting, Insuring, and Investing	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted at this time because the requested report would allow shareholders to evaluate emissions from Berkshire's insurance group, its peers have made public commitments, and the report may help the company prepare for state climate regulations.</i></p>					
3	Disclose BHE's Emissions and Progress Towards Goal in Consolidated Report	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, as additional information on the company's GHG emissions reduction efforts would allow investors to better understand how the company is managing its transition to a low carbon economy and climate change related risks.</i></p>					
4	Report on Effectiveness of Diversity, Equity, and Inclusion Efforts	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted due to: * The absence of information regarding comprehensive company diversity-related policies, programs, or metrics; and * The potential benefits of increased reporting that would allow shareholders to better assess the company's diversity-related efforts and program effectiveness.</i></p>					
5	Establish a Railroad Safety Committee	SH	Against	For	For
<p><i>Voting Policy Rationale: By establishing a dedicated Railroad Safety Committee, the company will have a centralized device to continue, ensure, and promote its Railroad Safety and risk mitigation initiatives. The adoption of this resolution will also solidify the company's commitment to prevent future incidents by monitoring staffing levels, equipment conditions, and train lengths. As such, support FOR this proposal is warranted.</i></p>					
6	Report on Effect of Energy Policy Research Foundation Findings to Company's Financial Statements	SH	Against	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this resolution is warranted as the company's climate policy is not clearly linked to the IEA's NZE 2050 Scenario and there are more widely accepted resources with which to evaluate the future energy mix than that requested by the proponent.</i></p>					
7	Report on Risks Related to Operations in China	SH	Against	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. The company appears to provide shareholders with sufficient disclosure regarding its business operations in China, and there do not appear to be significant, related controversies.</i></p>					

Cincinnati Financial Corporation

Meeting Date: 05/04/2024

Country: USA

Ticker: CINF

Record Date: 03/06/2024

Meeting Type: Annual

Primary Security ID: 172062101

Shares Voted: 5,314

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Thomas J. Aaron	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dirk Debbink, Linda Clement-Holmes, Jill Meyer, Gretchen Schar and Douglas Skidmore is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

Cincinnati Financial Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director Nancy C. Benacci	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dirk Debbink, Linda Clement-Holmes, Jill Meyer, Gretchen Schar and Douglas Skidmore is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Linda W. Clement-Holmes	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dirk Debbink, Linda Clement-Holmes, Jill Meyer, Gretchen Schar and Douglas Skidmore is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Dirk J. Debbink	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dirk Debbink, Linda Clement-Holmes, Jill Meyer, Gretchen Schar and Douglas Skidmore is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Steven J. Johnston	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dirk Debbink, Linda Clement-Holmes, Jill Meyer, Gretchen Schar and Douglas Skidmore is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Jill P. Meyer	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dirk Debbink, Linda Clement-Holmes, Jill Meyer, Gretchen Schar and Douglas Skidmore is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director David P. Osborn	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dirk Debbink, Linda Clement-Holmes, Jill Meyer, Gretchen Schar and Douglas Skidmore is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Gretchen W. Schar	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dirk Debbink, Linda Clement-Holmes, Jill Meyer, Gretchen Schar and Douglas Skidmore is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director Charles O. Schiff	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dirk Debbink, Linda Clement-Holmes, Jill Meyer, Gretchen Schar and Douglas Skidmore is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.10	Elect Director Douglas S. Skidmore	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dirk Debbink, Linda Clement-Holmes, Jill Meyer, Gretchen Schar and Douglas Skidmore is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.11	Elect Director Stephen M. Spray	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dirk Debbink, Linda Clement-Holmes, Jill Meyer, Gretchen Schar and Douglas Skidmore is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.12	Elect Director John F. Steele, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dirk Debbink, Linda Clement-Holmes, Jill Meyer, Gretchen Schar and Douglas Skidmore is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Cincinnati Financial Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.13	Elect Director Larry R. Webb	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dirk Debbink, Linda Clement-Holmes, Jill Meyer, Gretchen Schar and Douglas Skidmore is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.14	Elect Director Cheng-sheng Peter Wu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dirk Debbink, Linda Clement-Holmes, Jill Meyer, Gretchen Schar and Douglas Skidmore is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as CEO pay and company performance are reasonably aligned at this time. However, some concerns are noted, including that the STI and LTI programs both utilize relative metrics which only target median performance, and there is no disclosed cap in the case of absolute negative TSR performance. Nevertheless, both the LTI and STI programs are entirely based on quantifiable metrics with disclosed targets, and the relative TSR metric is measured over a multi-year performance period.</i>				
3	Approve Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 20.8 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Aflac Incorporated

Meeting Date: 05/06/2024 **Country:** USA **Ticker:** AFL
Record Date: 02/27/2024 **Meeting Type:** Annual
Primary Security ID: 001055102

Shares Voted: 21,016

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Daniel P. Amos	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1b	Elect Director W. Paul Bowers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1c	Elect Director Arthur R. Collins	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1d	Elect Director Miwako Hosoda	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1e	Elect Director Thomas J. Kenny	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				

Aflac Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1f	Elect Director Georgette D. Kiser	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1g	Elect Director Karole F. Lloyd	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director Nobuchika Mori	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1i	Elect Director Joseph L. Moskowitz	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1j	Elect Director Katherine T. Rohrer	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay is reasonably aligned with performance. The majority of pay is conditioned on clearly disclosed financial metrics, and the equity awards granted to the CEO were entirely performance-based.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				

American Express Company

Meeting Date: 05/06/2024 **Country:** USA **Ticker:** AXP
Record Date: 03/08/2024 **Meeting Type:** Annual
Primary Security ID: 025816109

Shares Voted: 5,920

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Thomas J. Baltimore	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Walter (Jay) Clayton III, Theodore (Ted) Leonsis, Deborah Majoras, Daniel Vasella and Christopher (Chris) Young is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director John J. Brennan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Walter (Jay) Clayton III, Theodore (Ted) Leonsis, Deborah Majoras, Daniel Vasella and Christopher (Chris) Young is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Walter J. Clayton, III	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Walter (Jay) Clayton III, Theodore (Ted) Leonsis, Deborah Majoras, Daniel Vasella and Christopher (Chris) Young is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

American Express Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1d	Elect Director Theodore J. Leonsis	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Walter (Jay) Clayton III, Theodore (Ted) Leonsis, Deborah Majoras, Daniel Vasella and Christopher (Chris) Young is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Deborah P. Majoras	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Walter (Jay) Clayton III, Theodore (Ted) Leonsis, Deborah Majoras, Daniel Vasella and Christopher (Chris) Young is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Karen L. Parkhill	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Walter (Jay) Clayton III, Theodore (Ted) Leonsis, Deborah Majoras, Daniel Vasella and Christopher (Chris) Young is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Charles E. Phillips	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Walter (Jay) Clayton III, Theodore (Ted) Leonsis, Deborah Majoras, Daniel Vasella and Christopher (Chris) Young is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Lynn A. Pike	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Walter (Jay) Clayton III, Theodore (Ted) Leonsis, Deborah Majoras, Daniel Vasella and Christopher (Chris) Young is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Stephen J. Squeri	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Walter (Jay) Clayton III, Theodore (Ted) Leonsis, Deborah Majoras, Daniel Vasella and Christopher (Chris) Young is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Daniel L. Vasella	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Walter (Jay) Clayton III, Theodore (Ted) Leonsis, Deborah Majoras, Daniel Vasella and Christopher (Chris) Young is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Lisa W. Wardell	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Walter (Jay) Clayton III, Theodore (Ted) Leonsis, Deborah Majoras, Daniel Vasella and Christopher (Chris) Young is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director Christopher D. Young	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Walter (Jay) Clayton III, Theodore (Ted) Leonsis, Deborah Majoras, Daniel Vasella and Christopher (Chris) Young is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.53 percent of the fees paid to the auditor are for non-audit purposes.</i>				

American Express Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: The Compensation Committee demonstrated adequate responsiveness to last year's low say-on-pay vote. The proxy includes disclosure improvements related to the annual incentive and the committee made positive commitments related to future special awards. In addition, the CEO's equity awards were entirely performance-based. A vote FOR this proposal is warranted as pay and performance were reasonably aligned for the year in review.</i></p>					
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i></p>					
5	Submit Severance Agreement to Shareholder Vote	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted. While current severance entitlements are reasonable, the company does not disclose a policy prohibiting additional cash severance payments beyond a certain level or a mechanism that would require shareholder approval in order for excessive cash severance to be payable. The requested policy would ensure such shareholder protections.</i></p>					
6	Report on Climate Lobbying	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted. Additional disclosure would help shareholders better evaluate how the company is addressing any misalignments between its direct and indirect lobbying activities and its public commitment to achieve net zero emissions.</i></p>					
7	Report on Company's Policy on Merchant Category Codes	SH	Against	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because the company appears to be taking appropriate action to mitigate risks associated with the potential implementation of a merchant category code for standalone gun and ammunition stores.</i></p>					

Eli Lilly and Company

Meeting Date: 05/06/2024 **Country:** USA **Ticker:** LLY
Record Date: 02/28/2024 **Meeting Type:** Annual
Primary Security ID: 532457108

Shares Voted: 8,999

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Katherine Baicker	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR all director nominees is warranted at this time.</i></p>					
1b	Elect Director J. Erik Fyrwald	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR all director nominees is warranted at this time.</i></p>					
1c	Elect Director Jamere Jackson	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR all director nominees is warranted at this time.</i></p>					
1d	Elect Director Gabrielle Sulzberger	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR all director nominees is warranted at this time.</i></p>					

Eli Lilly and Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Concerns remain regarding relative TSR awards that target median performance with no payout cap if absolute TSR is negative. However, equity awards were entirely performance-conditioned with multi-year performance periods and annual incentives were based on pre-set objective metrics.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 6.86 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Declassify the Board of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as it would enhance board accountability to shareholders and the continued effort to secure passage of the proposal demonstrates a commitment to shareholders' interests on the part of management.</i>				
5	Eliminate Supermajority Vote Requirement	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Eliminating the 80 percent supermajority voting requirements will enable shareholders to have a more meaningful voice in various governance matters that impact their rights, thus enhancing the company's corporate governance structure. Further, by resubmitting this proposal after it failed to pass in prior years, the company is demonstrating a commitment to shareholders' interests.</i>				
6	Report on Lobbying Payments and Policy	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as additional disclosure of the company's direct and indirect lobbying-related expenditures would help shareholders better assess the risks and benefits associated with the company's participation in the public policy process.</i>				
7	Report on Effectiveness of Diversity, Equity, and Inclusion Efforts	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted, as reporting quantitative and comparable diversity statistics would allow shareholders to better assess the effectiveness of the company's diversity initiatives and its management of related risks.</i>				
8	Report on Impact of Extended Patent Exclusivities on Product Access	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted for the following reasons: * Additional disclosure would benefit shareholders by increasing transparency regarding the company's efforts to address the risks related to extended patent exclusivities; and * Disclosure of the requested information would serve to provide greater assurance to shareholders that the firm's initiatives and practices sufficiently guard against potential financial, litigation and operational risks to the company.</i>				
9	Adopt a Comprehensive Human Rights Policy	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as establishing a human rights policy would help investors better assess the effectiveness of the company's efforts and how it is managing and mitigating reputational, financial, legal, and regulatory risks related to human rights.</i>				

IDEXX Laboratories, Inc.

Meeting Date: 05/06/2024

Country: USA

Ticker: IDXX

Record Date: 03/08/2024

Meeting Type: Annual

Primary Security ID: 45168D104

Shares Voted: 1,784

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Irene Chang Britt	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Bruce Claffin and Asha Collins is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Bruce L. Claffin	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Bruce Claffin and Asha Collins is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Asha S. Collins	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Bruce Claffin and Asha Collins is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Sam Samad	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Bruce Claffin and Asha Collins is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 7.8 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review. There are concerns regarding the long-term incentives, which are majority time-based for the CEO and entirely time-based for NEOs. However, the planned introduction of PSUs into the LTI program in FY24 may mitigate this concern moving forward. Further, annual incentives were primarily determined by pre-set financial metrics with targets that were set higher than the prior year.</i>				
4	Adopt Simple Majority Vote	SH	None	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that elimination of the supermajority vote requirement would enhance shareholder rights.</i>				

Moderna, Inc.

Meeting Date: 05/06/2024

Country: USA

Ticker: MRNA

Record Date: 03/07/2024

Meeting Type: Annual

Primary Security ID: 60770K107

Shares Voted: 2,573

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Robert Langer	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Robert Langer Jr. is warranted for lack of diversity on the board. A vote AGAINST incumbent governance committee member Robert Langer Jr. is further warranted given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the charter and the classified board, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				

Moderna, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1b	Elect Director Elizabeth Nabel	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Robert Langer Jr. is warranted for lack of diversity on the board. A vote AGAINST incumbent governance committee member Robert Langer Jr. is further warranted given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the charter and the classified board, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Elizabeth Tallett	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Robert Langer Jr. is warranted for lack of diversity on the board. A vote AGAINST incumbent governance committee member Robert Langer Jr. is further warranted given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the charter and the classified board, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * A majority of equity awards to the CEO are not tied to performance-contingent pay elements; * High CEO pay relative to company performance compared to the company's peers; and * High CEO pay in relation to company peer group CEO median pay levels.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.58 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Provide Right to Call Special Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: Currently, the company does not provide shareholders with the ability to call special meetings. Hence, a vote FOR this proposal is warranted as it represents an enhancement to shareholder's rights, despite restrictive language which may remain in the contingent bylaw amendment.</i>				
5	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i>				

Shanghai Putailai New Energy Technology Co., Ltd.

Meeting Date: 05/06/2024

Country: China

Ticker: 603659

Record Date: 04/24/2024

Meeting Type: Annual

Primary Security ID: Y7T892106

Shares Voted: 18,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Report of the Board of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
2	Approve Report of the Board of Supervisors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				

Shanghai Putailai New Energy Technology Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
4	Approve Annual Report and Summary	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
5	Approve Profit Distribution	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the proposed dividend payout is considered reasonable.</i>				
	APPROVE REMUNERATION OF DIRECTORS	Mgmt			
6.1	Approve Remuneration of Chairman Liang Feng	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
6.2	Approve Remuneration of Directors Chen Wei and Han Zhongwei	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
6.3	Approve Remuneration of Independent Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
7	Approve Remuneration of Supervisors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
8	Approve to Appoint Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
9	Approve Additional Provision of Guarantees	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
10	Approve Management System for Shareholding Held by Directors, Supervisors and Senior Management Members and Its Changes	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				

The Hershey Company

Meeting Date: 05/06/2024

Country: USA

Ticker: HSY

Record Date: 03/08/2024

Meeting Type: Annual

Primary Security ID: 427866108

Shares Voted: 2,935

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Michele G. Buck	Mgmt	For	For	For

The Hershey Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Anthony Palmer, Robert (Bob) Dutkowsky, M. Diane Koken, Robert Malcolm and Juan Perez for lack of diversity on the board. WITHHOLD votes are further warranted for governance committee members Anthony Palmer, Robert Dutkowsky, M. Diane Koken, Robert Malcolm, and Juan Perez due to the company's multi-class structure which is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.</i></p>				
1.2	Elect Director Victor L. Crawford	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Anthony Palmer, Robert (Bob) Dutkowsky, M. Diane Koken, Robert Malcolm and Juan Perez for lack of diversity on the board. WITHHOLD votes are further warranted for governance committee members Anthony Palmer, Robert Dutkowsky, M. Diane Koken, Robert Malcolm, and Juan Perez due to the company's multi-class structure which is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.</i></p>				
1.3	Elect Director Robert M. Dutkowsky	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Anthony Palmer, Robert (Bob) Dutkowsky, M. Diane Koken, Robert Malcolm and Juan Perez for lack of diversity on the board. WITHHOLD votes are further warranted for governance committee members Anthony Palmer, Robert Dutkowsky, M. Diane Koken, Robert Malcolm, and Juan Perez due to the company's multi-class structure which is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.</i></p>				
1.4	Elect Director Mary Kay Haben	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Anthony Palmer, Robert (Bob) Dutkowsky, M. Diane Koken, Robert Malcolm and Juan Perez for lack of diversity on the board. WITHHOLD votes are further warranted for governance committee members Anthony Palmer, Robert Dutkowsky, M. Diane Koken, Robert Malcolm, and Juan Perez due to the company's multi-class structure which is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.</i></p>				
1.5	Elect Director M. Diane Koken	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Anthony Palmer, Robert (Bob) Dutkowsky, M. Diane Koken, Robert Malcolm and Juan Perez for lack of diversity on the board. WITHHOLD votes are further warranted for governance committee members Anthony Palmer, Robert Dutkowsky, M. Diane Koken, Robert Malcolm, and Juan Perez due to the company's multi-class structure which is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.</i></p>				
1.6	Elect Director Huong Maria T. Kraus	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Anthony Palmer, Robert (Bob) Dutkowsky, M. Diane Koken, Robert Malcolm and Juan Perez for lack of diversity on the board. WITHHOLD votes are further warranted for governance committee members Anthony Palmer, Robert Dutkowsky, M. Diane Koken, Robert Malcolm, and Juan Perez due to the company's multi-class structure which is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.</i></p>				
1.7	Elect Director Robert M. Malcolm	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Anthony Palmer, Robert (Bob) Dutkowsky, M. Diane Koken, Robert Malcolm and Juan Perez for lack of diversity on the board. WITHHOLD votes are further warranted for governance committee members Anthony Palmer, Robert Dutkowsky, M. Diane Koken, Robert Malcolm, and Juan Perez due to the company's multi-class structure which is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.</i></p>				
1.8	Elect Director Kevin M. Ozan	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Anthony Palmer, Robert (Bob) Dutkowsky, M. Diane Koken, Robert Malcolm and Juan Perez for lack of diversity on the board. WITHHOLD votes are further warranted for governance committee members Anthony Palmer, Robert Dutkowsky, M. Diane Koken, Robert Malcolm, and Juan Perez due to the company's multi-class structure which is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.</i></p>				

The Hershey Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.9	Elect Director Anthony J. Palmer	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Anthony Palmer, Robert (Bob) Dutkowsky, M. Diane Koken, Robert Malcolm and Juan Perez for lack of diversity on the board. WITHHOLD votes are further warranted for governance committee members Anthony Palmer, Robert Dutkowsky, M. Diane Koken, Robert Malcolm, and Juan Perez due to the company's multi-class structure which is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.</i>				
1.10	Elect Director Juan R. Perez	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Anthony Palmer, Robert (Bob) Dutkowsky, M. Diane Koken, Robert Malcolm and Juan Perez for lack of diversity on the board. WITHHOLD votes are further warranted for governance committee members Anthony Palmer, Robert Dutkowsky, M. Diane Koken, Robert Malcolm, and Juan Perez due to the company's multi-class structure which is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.</i>				
1.11	Elect Director Cordel Robbin-Coker	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Anthony Palmer, Robert (Bob) Dutkowsky, M. Diane Koken, Robert Malcolm and Juan Perez for lack of diversity on the board. WITHHOLD votes are further warranted for governance committee members Anthony Palmer, Robert Dutkowsky, M. Diane Koken, Robert Malcolm, and Juan Perez due to the company's multi-class structure which is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 6.4 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned. Despite non-disclosure of certain performance goals, the short-term incentive is entirely based on financial performance, and the long-term incentive is primarily performance-based with a multi-year measurement period.</i>				
4	Commission Third Party Supply Chain Assessment on Achieving a Living Income for Cocoa Farmers	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. While the company has a Living Wage & Income Position Statement, obtaining a neutral assessment for achieving a living income would further inform shareholders on the company's progress, and would help assess the company's strategies in addressing income issues in its cocoa supply chain.</i>				
5	Report on Support for a Circular Economy for Packaging	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as additional disclosure on the company's efforts to support a circular economy for packaging would allow shareholders to better assess the company's management of related risk.</i>				

Uber Technologies, Inc.

Meeting Date: 05/06/2024

Country: USA

Ticker: UBER

Record Date: 03/13/2024

Meeting Type: Annual

Primary Security ID: 90353T100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Ronald Sugar	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ronald (Ron) Sugar, Ursula Burns, Robert (Bob) Eckert, Wan Ling Martello, and David Trujillo is warranted for lack of diversity on the board. A vote AGAINST David Trujillo is further warranted for failing to attend at least 75 percent of his total board and committee meetings held during the fiscal year under review without disclosing the reason for the absences. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Revathi Advaiti	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ronald (Ron) Sugar, Ursula Burns, Robert (Bob) Eckert, Wan Ling Martello, and David Trujillo is warranted for lack of diversity on the board. A vote AGAINST David Trujillo is further warranted for failing to attend at least 75 percent of his total board and committee meetings held during the fiscal year under review without disclosing the reason for the absences. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Turqi Alnowaiser	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ronald (Ron) Sugar, Ursula Burns, Robert (Bob) Eckert, Wan Ling Martello, and David Trujillo is warranted for lack of diversity on the board. A vote AGAINST David Trujillo is further warranted for failing to attend at least 75 percent of his total board and committee meetings held during the fiscal year under review without disclosing the reason for the absences. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Ursula Burns	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ronald (Ron) Sugar, Ursula Burns, Robert (Bob) Eckert, Wan Ling Martello, and David Trujillo is warranted for lack of diversity on the board. A vote AGAINST David Trujillo is further warranted for failing to attend at least 75 percent of his total board and committee meetings held during the fiscal year under review without disclosing the reason for the absences. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Robert Eckert	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ronald (Ron) Sugar, Ursula Burns, Robert (Bob) Eckert, Wan Ling Martello, and David Trujillo is warranted for lack of diversity on the board. A vote AGAINST David Trujillo is further warranted for failing to attend at least 75 percent of his total board and committee meetings held during the fiscal year under review without disclosing the reason for the absences. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Amanda Ginsberg	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ronald (Ron) Sugar, Ursula Burns, Robert (Bob) Eckert, Wan Ling Martello, and David Trujillo is warranted for lack of diversity on the board. A vote AGAINST David Trujillo is further warranted for failing to attend at least 75 percent of his total board and committee meetings held during the fiscal year under review without disclosing the reason for the absences. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Dara Khosrowshahi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ronald (Ron) Sugar, Ursula Burns, Robert (Bob) Eckert, Wan Ling Martello, and David Trujillo is warranted for lack of diversity on the board. A vote AGAINST David Trujillo is further warranted for failing to attend at least 75 percent of his total board and committee meetings held during the fiscal year under review without disclosing the reason for the absences. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Wan Ling Martello	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ronald (Ron) Sugar, Ursula Burns, Robert (Bob) Eckert, Wan Ling Martello, and David Trujillo is warranted for lack of diversity on the board. A vote AGAINST David Trujillo is further warranted for failing to attend at least 75 percent of his total board and committee meetings held during the fiscal year under review without disclosing the reason for the absences. A vote FOR the remaining director nominees is warranted.</i>				

Uber Technologies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1i	Elect Director John Thain	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ronald (Ron) Sugar, Ursula Burns, Robert (Bob) Eckert, Wan Ling Martello, and David Trujillo is warranted for lack of diversity on the board. A vote AGAINST David Trujillo is further warranted for failing to attend at least 75 percent of his total board and committee meetings held during the fiscal year under review without disclosing the reason for the absences. A vote FOR the remaining director nominees is warranted.</i></p>				
1j	Elect Director David I. Trujillo	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ronald (Ron) Sugar, Ursula Burns, Robert (Bob) Eckert, Wan Ling Martello, and David Trujillo is warranted for lack of diversity on the board. A vote AGAINST David Trujillo is further warranted for failing to attend at least 75 percent of his total board and committee meetings held during the fiscal year under review without disclosing the reason for the absences. A vote FOR the remaining director nominees is warranted.</i></p>				
1k	Elect Director Alexander Wynaendts	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ronald (Ron) Sugar, Ursula Burns, Robert (Bob) Eckert, Wan Ling Martello, and David Trujillo is warranted for lack of diversity on the board. A vote AGAINST David Trujillo is further warranted for failing to attend at least 75 percent of his total board and committee meetings held during the fiscal year under review without disclosing the reason for the absences. A vote FOR the remaining director nominees is warranted.</i></p>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i></p>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 9.71 percent of the fees paid to the auditor are for non-audit purposes.</i></p>				
4	Amend Certificate of Incorporation to Reflect Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i></p>				
5	Commission a Third-Party Audit on Driver Health and Safety	SH	Against	For	For
	<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted. Shareholders would benefit from increased disclosure through third-party auditing on driver health and safety, to better understand and assess the company's safety policies, programs, and oversight mechanisms.</i></p>				

Valmont Industries, Inc.

Meeting Date: 05/06/2024

Country: USA

Ticker: VMI

Record Date: 03/15/2024

Meeting Type: Annual

Primary Security ID: 920253101

Valmont Industries, Inc.

Shares Voted: 292

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Avner M. Applbaum	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Theo Freye for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
1.2	Elect Director Daniel P. Neary	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Theo Freye for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
1.3	Elect Director Theo Freye	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Theo Freye for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
1.4	Elect Director Joan Robinson-Berry	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Theo Freye for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 6.7 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Addnode Group AB

Meeting Date: 05/07/2024

Country: Sweden

Ticker: ANOD.B

Record Date: 04/26/2024

Meeting Type: Annual

Primary Security ID: W3R93D117

Shares Voted: 2,067

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Open Meeting	Mgmt			
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
2	Elect Chairman of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
3	Prepare and Approve List of Shareholders	Mgmt			
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
4	Approve Agenda of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				

Addnode Group AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Designate Inspector(s) of Minutes of Meeting	Mgmt			
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
6	Acknowledge Proper Convening of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
7	Receive President's Report	Mgmt			
	<i>Voting Policy Rationale: These are non-voting items.</i>				
8	Receive Financial Statements and Statutory Reports	Mgmt			
	<i>Voting Policy Rationale: These are non-voting items.</i>				
9	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposal is warranted due to a lack of concerns with regards to the financial statements or the statutory reports.</i>				
10	Approve Allocation of Income and Dividends of SEK 1.00 Per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted due to a lack of controversy surrounding the proposed dividend.</i>				
11.1	Approve Discharge of Staffan Hanstorp	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or management have not fulfilled their fiduciary duties.</i>				
11.2	Approve Discharge of Jan Andersson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or management have not fulfilled their fiduciary duties.</i>				
11.3	Approve Discharge of Kristofer Arwin	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or management have not fulfilled their fiduciary duties.</i>				
11.4	Approve Discharge of Johanna Frelin	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or management have not fulfilled their fiduciary duties.</i>				
11.5	Approve Discharge of Thord Wilkne	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or management have not fulfilled their fiduciary duties.</i>				
11.6	Approve Discharge of Kristina Willgard	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or management have not fulfilled their fiduciary duties.</i>				
11.7	Approve Discharge of Petra Alund	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or management have not fulfilled their fiduciary duties.</i>				

Addnode Group AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
11.8	Approve Discharge of Johan Andersson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or management have not fulfilled their fiduciary duties.</i>				
11.9	Approve Discharge of Sigrun Hjelmquist	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or management have not fulfilled their fiduciary duties.</i>				
12	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed remuneration report is well described and does not contravene good European executive remuneration practice. However, the vote is qualified due to lack of ex-post disclosure on STIP targets and notable increase of the CEO's base salary.</i>				
13	Receive Nominating Committee's Report	Mgmt			
	<i>Voting Policy Rationale: This is a routine, non-voting item.</i>				
14	Determine Number of Members (7) and Deputy Members (0) of Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because of a lack of controversy concerning the size of the board.</i>				
15.1	Approve Remuneration of Directors in the Amount of SEK 565,000 for Chairman and SEK 285,000 for Other Directors; Approve Remuneration for Committee Work	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration proposal is warranted because of a lack of concern regarding the proposed fees.</i>				
15.2	Approve Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
16.1a	Reelect Jan Andersson as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all the proposed candidates (Items 16.1a-16.1g) is warranted due to a lack of concern regarding the composition of the board or its committees.</i>				
16.1b	Reelect Kristofer Arwin as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all the proposed candidates (Items 16.1a-16.1g) is warranted due to a lack of concern regarding the composition of the board or its committees.</i>				
16.1c	Reelect Johanna Frelin as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all the proposed candidates (Items 16.1a-16.1g) is warranted due to a lack of concern regarding the composition of the board or its committees.</i>				
16.1d	Reelect Staffan Hanstorp as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all the proposed candidates (Items 16.1a-16.1g) is warranted due to a lack of concern regarding the composition of the board or its committees.</i>				

Addnode Group AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
16.1e	Reelect Thord Wilkne as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all the proposed candidates (Items 16.1a-16.1g) is warranted due to a lack of concern regarding the composition of the board or its committees.</i>				
16.1f	Reelect Kristina Willgard as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all the proposed candidates (Items 16.1a-16.1g) is warranted due to a lack of concern regarding the composition of the board or its committees.</i>				
16.1g	Reelect Petra Alund as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all the proposed candidates (Items 16.1a-16.1g) is warranted due to a lack of concern regarding the composition of the board or its committees.</i>				
16.2	Reelect Staffan Hanstorp as Board Chairman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because there are no concerns with the election of this individual as board chairman.</i>				
16.3	Ratify Ernst & Young AB as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because the company is changing the auditor due to auditor rotation rules.</i>				
17	Approve Remuneration Policy And Other Terms of Employment For Executive Management	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed remuneration policy is well described and does not contravene good European executive remuneration practice.</i>				
18	Approve Long-Term Performance Incentive Plan (LTIP 2024)	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted as the proposed plan is largely aligned with Swedish executive compensation market practices.</i>				
19	Approve Equity Plan Financing	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the proposal to offer shares corresponding to the value of the call options is seen as uncontroversial and would entail a lower dilution for shareholders, and the concerned equity remuneration plan that does not raise concerns.</i>				
20	Authorize Class B Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal to repurchase and reissue company shares is warranted, despite the lack of a disclosed volume limit, because: * There are acceptable limits on holding and duration; and * There is no evidence of past abuse of repurchase authorities.</i>				
21	Approve Issuance of Class B Shares without Preemptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this issuance authorization is warranted because the potential share capital increase is not excessive.</i>				

Addnode Group AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
22	Authorize Chairman of Board and Representatives of Four of Company's Largest Shareholders to Serve on Nominating Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the approval of the procedure for the appointment of a nominating committee is warranted due to the local market practice of including non-board members in the nominating committee.</i>				
23	Close Meeting	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting formality.</i>				

Albemarle Corporation

Meeting Date: 05/07/2024 **Country:** USA **Ticker:** ALB
Record Date: 03/12/2024 **Meeting Type:** Annual
Primary Security ID: 012653101

Shares Voted: 3,463

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director M. Lauren Brlas	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James O'Brien, Glenda Minor, and Alejandro Wolff is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Ralf H. Cramer	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James O'Brien, Glenda Minor, and Alejandro Wolff is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director J. Kent Masters, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James O'Brien, Glenda Minor, and Alejandro Wolff is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Glenda J. Minor	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James O'Brien, Glenda Minor, and Alejandro Wolff is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director James J. O'Brien	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James O'Brien, Glenda Minor, and Alejandro Wolff is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Diarmuid B. O'Connell	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James O'Brien, Glenda Minor, and Alejandro Wolff is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Dean L. Seavers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James O'Brien, Glenda Minor, and Alejandro Wolff is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Gerald A. Steiner	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James O'Brien, Glenda Minor, and Alejandro Wolff is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Albemarle Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1i	Elect Director Holly A. Van Deursen	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James O'Brien, Glenda Minor, and Alejandro Wolff is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1j	Elect Director Alejandro D. Wolff	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James O'Brien, Glenda Minor, and Alejandro Wolff is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * A majority of equity awards to the CEO are not tied to performance-contingent pay elements; * Excessive differentials between CEO pay and the pay of other named executive officers at the firm; and * High CEO pay in relation to company peer group CEO median pay levels.</i></p>					
3	Increase Authorized Common Stock	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted because the size of the proposed increase is reasonable and there are no substantial concerns about the company's past use of shares.</i></p>					
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 5.06 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					

AMETEK, Inc.

Meeting Date: 05/07/2024 **Country:** USA **Ticker:** AME
Record Date: 03/08/2024 **Meeting Type:** Annual
Primary Security ID: 031100100

Shares Voted: 4,688

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Tod E. Carpenter	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Suzanne Stefany is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Karleen M. Oberton	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Suzanne Stefany is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director Suzanne L. Stefany	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Suzanne Stefany is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

AMETEK, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * A majority of equity awards to the CEO are not tied to performance-contingent pay elements; and * Excessive differentials between CEO pay and the pay of other named executive officers at the firm.</i></p>					
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 10.55 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					

argenx SE

Meeting Date: 05/07/2024 **Country:** Netherlands **Ticker:** ARGX
Record Date: 04/09/2024 **Meeting Type:** Annual
Primary Security ID: N0610Q109

Shares Voted: 338

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt			
1	Open Meeting	Mgmt			
<p><i>Voting Policy Rationale: No vote is required for this item.</i></p>					
2	Receive Report of Management Board (Non-Voting)	Mgmt			
<p><i>Voting Policy Rationale: No vote is required for this item.</i></p>					
3	Approve Remuneration Report	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST is warranted because the proposed remuneration is below par in relation to market standards, particularly with regard to: * the grant of stock options to non-executives and the LTIP that is not linked to any performance targets * a sign-on bonus is granted without any disclosure on how this amount has been established. However, the concern regarding the grant of stock options to non-executives is partly mitigated by the fact that the proposed remuneration policy for 2024 includes a clause that terminates performance-based grants to non-executives. Furthermore, we note that the company provided improving disclosure regarding the STI awards.</i></p>					
4.a	Discuss Annual Report for FY 2023	Mgmt			
<p><i>Voting Policy Rationale: No vote is required for this item.</i></p>					
4.b	Adopt Financial Statements and Statutory Reports	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is warranted because of the absence of concern with the company's audit procedures or its auditors.</i></p>					
4.c	Discussion on Company's Corporate Governance Structure	Mgmt			
<p><i>Voting Policy Rationale: This is a non-voting item.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.d	Approve Allocation of Losses to the Retained Earnings of the Company	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the company's proposal to not pay any dividend over the fiscal year under review is warranted because not paying dividends is in the interest of the financial health of the company.</i>				
4.e	Approve Discharge of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because of the absence of any information about significant and compelling controversies that the board is not fulfilling its fiduciary duties.</i>				
5	Approve Remuneration Policy	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because; * The general lack of disclosure of the STI and LTI performance metrics; * Lack of disclosure on the payment mix under the LTI; * Given the LTI cap of 15x base pay, this may lead to excessive remuneration. However, this is not without noting a number of considerable improvements in the structure of the pay policy and includes stepping away from non-performance based RSU and non-executives no longer receiving options.</i>				
6	Elect Brian L. Kotzin as Non-Executive Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Peter Verhaeghe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
7	Reelect Peter Verhaeghe as Non-Executive Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Peter Verhaeghe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
8	Reelect Pamela Klein as Non-Executive Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Peter Verhaeghe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
9	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital and Exclude Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because it is in line with commonly used safeguards regarding volume and duration.</i>				
10	Amend Articles of Association and Authorization to Execute the Deed of Amendment	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because the company did not provide a compelling rationale for the amendments to the articles of association related to the possibility of convening a virtual-only AGM, nor did it provide in which circumstances the virtual meetings would occur or how it planned to ensure shareholders' rights. Moreover, Dutch law does not yet contain any provision that would allow for such virtual meetings</i>				
11	Ratify Deloitte Accountants B.V. as Auditors for the 2024 Financial Year	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
12	Ratify Ernst & Young Accountants LLP as Auditors for the 2025 Financial Year	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
13	Other Business (Non-Voting)	Mgmt			
	<i>Voting Policy Rationale: No vote is required for this item.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
14	Close Meeting	Mgmt			
<i>Voting Policy Rationale: No vote is required for this item.</i>					

Arrow Electronics, Inc.

Meeting Date: 05/07/2024 Country: USA Ticker: ARW
 Record Date: 03/11/2024 Meeting Type: Annual
 Primary Security ID: 042735100

Shares Voted: 254

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director William F. Austen	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for nominating committee members William Austen, Gail Hamilton, Andrew Kerin and Carol Lowe for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.2	Elect Director Fabian T. Garcia *Withdrawn Resolution*	Mgmt			
1.3	Elect Director Steven H. Gunby	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for nominating committee members William Austen, Gail Hamilton, Andrew Kerin and Carol Lowe for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.4	Elect Director Gail E. Hamilton	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for nominating committee members William Austen, Gail Hamilton, Andrew Kerin and Carol Lowe for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.5	Elect Director Michael D. Hayford	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for nominating committee members William Austen, Gail Hamilton, Andrew Kerin and Carol Lowe for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.6	Elect Director Andrew C. Kerin	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for nominating committee members William Austen, Gail Hamilton, Andrew Kerin and Carol Lowe for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.7	Elect Director Sean J. Kerins	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for nominating committee members William Austen, Gail Hamilton, Andrew Kerin and Carol Lowe for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.8	Elect Director Carol P. Lowe	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for nominating committee members William Austen, Gail Hamilton, Andrew Kerin and Carol Lowe for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.9	Elect Director Mary T. McDowell	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for nominating committee members William Austen, Gail Hamilton, Andrew Kerin and Carol Lowe for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.10	Elect Director Gerry P. Smith	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for nominating committee members William Austen, Gail Hamilton, Andrew Kerin and Carol Lowe for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

Arrow Electronics, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only less than one percent of the fees paid to the auditor are for non-audit purposes.</i>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>					

Arthur J. Gallagher & Co.

Meeting Date: 05/07/2024 **Country:** USA **Ticker:** AJG
Record Date: 03/18/2024 **Meeting Type:** Annual
Primary Security ID: 363576109

Shares Voted: 3,262

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Sherry Barrat	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Johnson, Sherry Barrat, and Christopher Miskel is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1b	Elect Director Deborah Caplan	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Johnson, Sherry Barrat, and Christopher Miskel is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1c	Elect Director Teresa Clarke	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Johnson, Sherry Barrat, and Christopher Miskel is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1d	Elect Director John Coldman	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Johnson, Sherry Barrat, and Christopher Miskel is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1e	Elect Director Pat Gallagher	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Johnson, Sherry Barrat, and Christopher Miskel is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1f	Elect Director David Johnson	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Johnson, Sherry Barrat, and Christopher Miskel is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1g	Elect Director Chris Miskel	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Johnson, Sherry Barrat, and Christopher Miskel is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1h	Elect Director Ralph Nicoletti	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Johnson, Sherry Barrat, and Christopher Miskel is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

Arthur J. Gallagher & Co.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1i	Elect Director Norman Rosenthal	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Johnson, Sherry Barrat, and Christopher Miskel is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 4.55 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance were reasonably aligned for the year in review.</i></p>					

Baxter International Inc.

Meeting Date: 05/07/2024

Country: USA

Ticker: BAX

Record Date: 03/14/2024

Meeting Type: Annual

Primary Security ID: 071813109

Shares Voted: 9,367

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Jose (Joe) E. Almeida	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members D. Brent Shafer, Patricia Morrison, Stephen (Steve) Oesterle, Cathy Smith, and David Wilkes is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director William A. Ampofo, II	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members D. Brent Shafer, Patricia Morrison, Stephen (Steve) Oesterle, Cathy Smith, and David Wilkes is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director Patricia B. Morrison	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members D. Brent Shafer, Patricia Morrison, Stephen (Steve) Oesterle, Cathy Smith, and David Wilkes is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1d	Elect Director Stephen N. Oesterle	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members D. Brent Shafer, Patricia Morrison, Stephen (Steve) Oesterle, Cathy Smith, and David Wilkes is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1e	Elect Director Stephen H. Rusckowski	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members D. Brent Shafer, Patricia Morrison, Stephen (Steve) Oesterle, Cathy Smith, and David Wilkes is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

Baxter International Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1f	Elect Director Nancy M. Schlichting	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members D. Brent Shafer, Patricia Morrison, Stephen (Steve) Oesterle, Cathy Smith, and David Wilkes is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Brent Shafer	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members D. Brent Shafer, Patricia Morrison, Stephen (Steve) Oesterle, Cathy Smith, and David Wilkes is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Cathy R. Smith	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members D. Brent Shafer, Patricia Morrison, Stephen (Steve) Oesterle, Cathy Smith, and David Wilkes is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Amy A. Wendell	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members D. Brent Shafer, Patricia Morrison, Stephen (Steve) Oesterle, Cathy Smith, and David Wilkes is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director David S. Wilkes	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members D. Brent Shafer, Patricia Morrison, Stephen (Steve) Oesterle, Cathy Smith, and David Wilkes is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Peter M. Wilver	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members D. Brent Shafer, Patricia Morrison, Stephen (Steve) Oesterle, Cathy Smith, and David Wilkes is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Although some concern is raised regarding the lack of forwardly disclosed performance share goals, the annual incentive program was primarily based on objective metrics and regular annual equity grants were half performance-conditioned and measured over a multi-year period.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.50 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
5	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i>				
6	Adopt Share Retention Policy For Senior Executives	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as the more rigorous guidelines recommended by the proponent may better address concerns about creating a strong link between the interests of top executives and long-term shareholder value.</i>				

Bristol-Myers Squibb Company

Meeting Date: 05/07/2024

Country: USA

Ticker: BMY

Record Date: 03/14/2024

Meeting Type: Annual

Primary Security ID: 110122108

Shares Voted: 32,737

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1A	Elect Director Peter J. Arduini	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1B	Elect Director Deepak L. Bhatt	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1C	Elect Director Christopher S. Boerner	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1D	Elect Director Julia A. Haller	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1E	Elect Director Manuel Hidalgo Medina	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1F	Elect Director Paula A. Price	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1G	Elect Director Derica W. Rice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1H	Elect Director Theodore R. Samuels	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1I	Elect Director Karen H. Vousden	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1J	Elect Director Phyllis R. Yale	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: After a review of the company's compensation program and practices, a vote FOR this proposal is warranted, as pay is reasonably aligned with performance at this time.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 6.04 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Amend Certificate of Incorporation to Provide for the Exculpation of Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i>				

Bristol-Myers Squibb Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Require Independent Board Chair	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted given the importance of having an independent chairman of the board.</i></p>					
6	Adopt Share Retention Policy For Senior Executives	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR the proposal is warranted as the adoption of more stringent stock ownership requirements would more meaningfully align executives' interests with long-term shareholder value.</i></p>					

Clarivate Plc

Meeting Date: 05/07/2024 **Country:** Jersey **Ticker:** CLVT
Record Date: 03/08/2024 **Meeting Type:** Annual
Primary Security ID: G21810109

Shares Voted: 7,521

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Andrew Snyder	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrew Snyder, Michael (Mike) Angelakis, Usama Cortas and Wendell Pritchett is warranted for lack of diversity on the board. A vote AGAINST Audit Committee members Valeria Alberola, Anthony Munk, and Richard Roedel is warranted given the persistence of material weaknesses in the company's internal controls over multiple years. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Jonathan Gear	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrew Snyder, Michael (Mike) Angelakis, Usama Cortas and Wendell Pritchett is warranted for lack of diversity on the board. A vote AGAINST Audit Committee members Valeria Alberola, Anthony Munk, and Richard Roedel is warranted given the persistence of material weaknesses in the company's internal controls over multiple years. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director Valeria Alberola	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrew Snyder, Michael (Mike) Angelakis, Usama Cortas and Wendell Pritchett is warranted for lack of diversity on the board. A vote AGAINST Audit Committee members Valeria Alberola, Anthony Munk, and Richard Roedel is warranted given the persistence of material weaknesses in the company's internal controls over multiple years. A vote FOR the remaining director nominees is warranted.</i></p>					
1d	Elect Director Michael Angelakis	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrew Snyder, Michael (Mike) Angelakis, Usama Cortas and Wendell Pritchett is warranted for lack of diversity on the board. A vote AGAINST Audit Committee members Valeria Alberola, Anthony Munk, and Richard Roedel is warranted given the persistence of material weaknesses in the company's internal controls over multiple years. A vote FOR the remaining director nominees is warranted.</i></p>					
1e	Elect Director Jane Okun Bomba	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrew Snyder, Michael (Mike) Angelakis, Usama Cortas and Wendell Pritchett is warranted for lack of diversity on the board. A vote AGAINST Audit Committee members Valeria Alberola, Anthony Munk, and Richard Roedel is warranted given the persistence of material weaknesses in the company's internal controls over multiple years. A vote FOR the remaining director nominees is warranted.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1f	Elect Director Usama N. Cortas	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrew Snyder, Michael (Mike) Angelakis, Usama Cortas and Wendell Pritchett is warranted for lack of diversity on the board. A vote AGAINST Audit Committee members Valeria Alberola, Anthony Munk, and Richard Roedel is warranted given the persistence of material weaknesses in the company's internal controls over multiple years. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Suzanne Heywood	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrew Snyder, Michael (Mike) Angelakis, Usama Cortas and Wendell Pritchett is warranted for lack of diversity on the board. A vote AGAINST Audit Committee members Valeria Alberola, Anthony Munk, and Richard Roedel is warranted given the persistence of material weaknesses in the company's internal controls over multiple years. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Adam T. Levyn	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrew Snyder, Michael (Mike) Angelakis, Usama Cortas and Wendell Pritchett is warranted for lack of diversity on the board. A vote AGAINST Audit Committee members Valeria Alberola, Anthony Munk, and Richard Roedel is warranted given the persistence of material weaknesses in the company's internal controls over multiple years. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Anthony Munk	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrew Snyder, Michael (Mike) Angelakis, Usama Cortas and Wendell Pritchett is warranted for lack of diversity on the board. A vote AGAINST Audit Committee members Valeria Alberola, Anthony Munk, and Richard Roedel is warranted given the persistence of material weaknesses in the company's internal controls over multiple years. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Wendell Pritchett	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrew Snyder, Michael (Mike) Angelakis, Usama Cortas and Wendell Pritchett is warranted for lack of diversity on the board. A vote AGAINST Audit Committee members Valeria Alberola, Anthony Munk, and Richard Roedel is warranted given the persistence of material weaknesses in the company's internal controls over multiple years. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Richard W. Roedel	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrew Snyder, Michael (Mike) Angelakis, Usama Cortas and Wendell Pritchett is warranted for lack of diversity on the board. A vote AGAINST Audit Committee members Valeria Alberola, Anthony Munk, and Richard Roedel is warranted given the persistence of material weaknesses in the company's internal controls over multiple years. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director Saurabh Saha	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrew Snyder, Michael (Mike) Angelakis, Usama Cortas and Wendell Pritchett is warranted for lack of diversity on the board. A vote AGAINST Audit Committee members Valeria Alberola, Anthony Munk, and Richard Roedel is warranted given the persistence of material weaknesses in the company's internal controls over multiple years. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				

Meeting Date: 05/07/2024

Country: USA

Ticker: DHR

Record Date: 03/08/2024

Meeting Type: Annual

Primary Security ID: 235851102

Shares Voted: 8,084

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Rainer M. Blair	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Linda Filler, Feroz Dewan, A. Shane Sanders, John Schwieters, and Elias Zerhouni is warranted for lack of diversity on the board. A vote AGAINST incumbent audit committee members Teri List, A. Shane Sanders, John Schwieters, and Raymond Stevens is warranted for a failure to sufficiently address problematic pledging activity. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Feroz Dewan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Linda Filler, Feroz Dewan, A. Shane Sanders, John Schwieters, and Elias Zerhouni is warranted for lack of diversity on the board. A vote AGAINST incumbent audit committee members Teri List, A. Shane Sanders, John Schwieters, and Raymond Stevens is warranted for a failure to sufficiently address problematic pledging activity. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Linda Filler	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Linda Filler, Feroz Dewan, A. Shane Sanders, John Schwieters, and Elias Zerhouni is warranted for lack of diversity on the board. A vote AGAINST incumbent audit committee members Teri List, A. Shane Sanders, John Schwieters, and Raymond Stevens is warranted for a failure to sufficiently address problematic pledging activity. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Teri List	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Linda Filler, Feroz Dewan, A. Shane Sanders, John Schwieters, and Elias Zerhouni is warranted for lack of diversity on the board. A vote AGAINST incumbent audit committee members Teri List, A. Shane Sanders, John Schwieters, and Raymond Stevens is warranted for a failure to sufficiently address problematic pledging activity. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Jessica L. Mega	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Linda Filler, Feroz Dewan, A. Shane Sanders, John Schwieters, and Elias Zerhouni is warranted for lack of diversity on the board. A vote AGAINST incumbent audit committee members Teri List, A. Shane Sanders, John Schwieters, and Raymond Stevens is warranted for a failure to sufficiently address problematic pledging activity. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Mitchell P. Rales	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Linda Filler, Feroz Dewan, A. Shane Sanders, John Schwieters, and Elias Zerhouni is warranted for lack of diversity on the board. A vote AGAINST incumbent audit committee members Teri List, A. Shane Sanders, John Schwieters, and Raymond Stevens is warranted for a failure to sufficiently address problematic pledging activity. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Steven M. Rales	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Linda Filler, Feroz Dewan, A. Shane Sanders, John Schwieters, and Elias Zerhouni is warranted for lack of diversity on the board. A vote AGAINST incumbent audit committee members Teri List, A. Shane Sanders, John Schwieters, and Raymond Stevens is warranted for a failure to sufficiently address problematic pledging activity. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Pardis C. Sabeti	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Linda Filler, Feroz Dewan, A. Shane Sanders, John Schwieters, and Elias Zerhouni is warranted for lack of diversity on the board. A vote AGAINST incumbent audit committee members Teri List, A. Shane Sanders, John Schwieters, and Raymond Stevens is warranted for a failure to sufficiently address problematic pledging activity. A vote FOR the remaining director nominees is warranted.</i>				

Danaher Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1i	Elect Director A. Shane Sanders	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Linda Filler, Feroz Dewan, A. Shane Sanders, John Schwieters, and Elias Zerhouni is warranted for lack of diversity on the board. A vote AGAINST incumbent audit committee members Teri List, A. Shane Sanders, John Schwieters, and Raymond Stevens is warranted for a failure to sufficiently address problematic pledging activity. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director John T. Schwieters	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Linda Filler, Feroz Dewan, A. Shane Sanders, John Schwieters, and Elias Zerhouni is warranted for lack of diversity on the board. A vote AGAINST incumbent audit committee members Teri List, A. Shane Sanders, John Schwieters, and Raymond Stevens is warranted for a failure to sufficiently address problematic pledging activity. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Alan G. Spoon	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Linda Filler, Feroz Dewan, A. Shane Sanders, John Schwieters, and Elias Zerhouni is warranted for lack of diversity on the board. A vote AGAINST incumbent audit committee members Teri List, A. Shane Sanders, John Schwieters, and Raymond Stevens is warranted for a failure to sufficiently address problematic pledging activity. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director Raymond C. Stevens	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Linda Filler, Feroz Dewan, A. Shane Sanders, John Schwieters, and Elias Zerhouni is warranted for lack of diversity on the board. A vote AGAINST incumbent audit committee members Teri List, A. Shane Sanders, John Schwieters, and Raymond Stevens is warranted for a failure to sufficiently address problematic pledging activity. A vote FOR the remaining director nominees is warranted.</i>				
1m	Elect Director Elias A. Zerhouni	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Linda Filler, Feroz Dewan, A. Shane Sanders, John Schwieters, and Elias Zerhouni is warranted for lack of diversity on the board. A vote AGAINST incumbent audit committee members Teri List, A. Shane Sanders, John Schwieters, and Raymond Stevens is warranted for a failure to sufficiently address problematic pledging activity. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 8.6 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review. Annual incentives are primarily based on financial objectives while half of the equity awards are performance-based and measured over a multi-year period.</i>				
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Lowering the ownership threshold from 25 percent to 15 percent would improve shareholders' ability to use the special meeting right and no single shareholder would be able to act unilaterally to call a special meeting at the proposed threshold.</i>				
5	Report on Effectiveness of Diversity, Equity, and Inclusion Efforts	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as reporting quantitative, comparable diversity data would allow shareholders to better assess the effectiveness of the company's diversity, equity, and inclusion efforts and management of related risks.</i>				

Darling Ingredients Inc.

Meeting Date: 05/07/2024

Country: USA

Ticker: DAR

Record Date: 03/12/2024

Meeting Type: Annual

Primary Security ID: 237266101

Shares Voted: 26,213

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Randall C. Stuewe	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gary Mize, Charles Adair, Larry Barden, and Linda Goodspeed is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Charles Adair	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gary Mize, Charles Adair, Larry Barden, and Linda Goodspeed is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Beth Albright	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gary Mize, Charles Adair, Larry Barden, and Linda Goodspeed is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Larry A. Barden	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gary Mize, Charles Adair, Larry Barden, and Linda Goodspeed is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Celeste A. Clark	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gary Mize, Charles Adair, Larry Barden, and Linda Goodspeed is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Linda Goodspeed	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gary Mize, Charles Adair, Larry Barden, and Linda Goodspeed is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Enderson Guimaraes	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gary Mize, Charles Adair, Larry Barden, and Linda Goodspeed is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Gary W. Mize	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gary Mize, Charles Adair, Larry Barden, and Linda Goodspeed is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Michael E. Rescoe	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gary Mize, Charles Adair, Larry Barden, and Linda Goodspeed is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Kurt Stoffel	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gary Mize, Charles Adair, Larry Barden, and Linda Goodspeed is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				

Darling Ingredients Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4A	Amend Certificate of Incorporation to Include Officer Exculpation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i>				
4B	Amend Charter	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as, on balance, the proposed amendments to the company's charter do not appear to adversely impact shareholder rights.</i>				

DSM-Firmenich AG

Meeting Date: 05/07/2024 **Country:** Switzerland **Ticker:** DSFIR
Record Date: 04/23/2024 **Meeting Type:** Annual
Primary Security ID: H0245V108

Shares Voted: 820

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the annual accounts, annual report, and auditor's report for the fiscal year in review is warranted.</i>				
1.2	Approve Sustainability Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the approval of the company's non-financial report is warranted. Nevertheless, support is qualified considering that the independent auditor has provided a qualified opinion.</i>				
2	Approve Discharge of Board and Senior Management	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the formal discharge of the board of directors and senior management is warranted. However, some shareholders may wish to vote against the boards on a precautionary basis in light of the ongoing investigations concerning antitrust violations.</i>				
3	Approve Allocation of Income and Dividends of EUR 2.50 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i>				
4.1.a	Reelect Thomas Leysen as Director and Board Chair	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Patrick Firmenich, Carla Mahieu and Richard Ridinger is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
4.1.b	Reelect Patrick Firmenich as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Patrick Firmenich, Carla Mahieu and Richard Ridinger is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
4.1.c	Reelect Sze Cotte-Tan as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Patrick Firmenich, Carla Mahieu and Richard Ridinger is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.1.d	Reelect Antoine Firmenich as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Patrick Firmenich, Carla Mahieu and Richard Ridinger is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
4.1.e	Reelect Erica Mann as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Patrick Firmenich, Carla Mahieu and Richard Ridinger is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
4.1.f	Reelect Carla Mahieu as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Patrick Firmenich, Carla Mahieu and Richard Ridinger is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
4.1.g	Reelect Frits van Paasschen as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Patrick Firmenich, Carla Mahieu and Richard Ridinger is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
4.1.h	Reelect Andre Pometta as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Patrick Firmenich, Carla Mahieu and Richard Ridinger is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
4.1.i	Reelect John Ramsay as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Patrick Firmenich, Carla Mahieu and Richard Ridinger is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
4.1.j	Reelect Richard Ridinger as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Patrick Firmenich, Carla Mahieu and Richard Ridinger is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
4.1.k	Reelect Corien Wortmann as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Patrick Firmenich, Carla Mahieu and Richard Ridinger is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
4.2.1	Reappoint Carla Mahieu as Member of the Compensation Committee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Patrick Firmenich, Carla Mahieu and Richard Ridinger is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
4.2.2	Reappoint Thomas Leysen as Member of the Compensation Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Patrick Firmenich, Carla Mahieu and Richard Ridinger is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
4.2.3	Reappoint Frits van Paasschen as Member of the Compensation Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Patrick Firmenich, Carla Mahieu and Richard Ridinger is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
4.2.4	Reappoint Andre Pometta as Member of the Compensation Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Patrick Firmenich, Carla Mahieu and Richard Ridinger is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				

DSM-Firmenich AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5.1	Approve Remuneration of Directors in the Amount of EUR 3.7 Million	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount is in line with market practice.</i>					
5.2	Approve Remuneration of Executive Committee in the Amount of EUR 39.5 Million	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposal appears to be in line with market practice and does not raise significant concerns.</i>					
5.3	Approve Remuneration Report	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the remuneration report is warranted because the company's remuneration practices are broadly in line with market practice. However, this item is not without some concern: * Only limited ex-post disclosures are provided to explain variable outcomes in the post-merger period.</i>					
6	Ratify KPMG as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>					
7	Designate Christian Hochstrasser as Independent Proxy	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concerns.</i>					
8	Transact Other Business (Voting)	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted because: * This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and * The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.</i>					

Edenred SA

Meeting Date: 05/07/2024

Country: France

Ticker: EDEN

Record Date: 05/03/2024

Meeting Type: Annual/Special

Primary Security ID: F3192L109

Shares Voted: 1,863

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

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Allocation of Income and Dividends of EUR 1.10 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted although it raises some concerns because of the high payout ratio, given the increase of EUR 0.10 per share compared with last year in line with the group's progressive dividend policy.</i>				
4	Reelect Dominique D'Hinnin as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the reelection and ratification of appointment of these independent nominees are warranted in the absence of specific concerns (Items 4 and 5).</i>				
5	Ratify Appointment of Nathalie Balla as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the reelection and ratification of appointment of these independent nominees are warranted in the absence of specific concerns (Items 4 and 5).</i>				
6	Approve Remuneration Policy of Chairman and CEO	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this remuneration policy is warranted because of the several shortcomings regarding the LTI remuneration: * The company proposes a 27-percent increase of the LTI grant following a benchmark study on a peer group of selected CAC 40 companies. In addition, the company does not specify where the executive's remuneration would rank compared to peers, following the approval of such increase by the AGM. * This is the third proposed increase of the executive's remuneration package over three consecutive years. The rationale brought by the company to support such an increase is not compelling enough. * The performance criteria related to EBITDA and relative TSR could allow vesting below guidance/median. * The targets under the CSR objectives may not be seen challenging enough as all targets set for end of FY 2026 are already achieved. In addition, it could still allow 100% payout if two out of the three underlying criteria are met. * The LTI structure could still allow compensation effects between criteria, despite the risk materialized under the 2021 LTI plan (see Item 10 below).</i>				
7	Approve Remuneration Policy of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted because it does not raise any significant concern.</i>				
8	Approve Remuneration of Directors in the Aggregate Amount of EUR 1 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted since the proposed amount remains in line with French market practices.</i>				
9	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted, although the following concerns are raised: * The company proposes a 27-percent increase of the potential LTI grant, without a compelling rationale. This is the third proposed increase of the executive's remuneration package over three consecutive years (see Item 6 above). The main reason for support is: * In response to shareholders' dissent, the board decided to amend the 2025 LTI plan which will no longer allow any vesting below median under the relative TSR criterion.</i>				
10	Approve Compensation of Bertrand Dumazy, Chairman and CEO	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this remuneration report is warranted because: * The risk of compensation effects materialized under the 2021 LTI plan. Both the EBITDA and the CSR related criteria reached their individual max cap while the relative TSR criterion was not wholly achieved and even vested below median performance. * Under the 2023 LTI plan, the criteria related to the EBITDA and relative TSR would allow vesting below guidance/median. * The targets underlying the CSR criteria of the 2023 LTI plan may not be seen as stringent enough since they are already achieved.</i>				
11	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because the information disclosed in the auditors' special report does not raise any concerns.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
12	Renew Appointment of Deloitte & Associates Audit as Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
13	Appoint Deloitte & Associates as Auditor for the Sustainability Reporting	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR are warranted because there are no concerns regarding these proposals.</i>				
14	Appoint Ernst & Young Audit as Auditor for the Sustainability Reporting	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR are warranted because there are no concerns regarding these proposals.</i>				
15	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: Such share buyback programs merit a vote FOR.</i>				
	Extraordinary Business	Mgmt			
16	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as such share capital reductions are favorable to shareholders.</i>				
17	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 164,728,118	Mgmt	For	For	For
	<i>Voting Policy Rationale: * Votes FOR the authorizations under Items 17 to 21 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights. * A vote FOR the total limit proposed under Item 17 is warranted as it limits shareholder dilution under all authorizations together.</i>				
18	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 24,958,805	Mgmt	For	For	For
	<i>Voting Policy Rationale: * Votes FOR the authorizations under Items 17 to 21 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights. * A vote FOR the total limit proposed under Item 17 is warranted as it limits shareholder dilution under all authorizations together.</i>				
19	Approve Issuance of Equity or Equity-Linked Securities Reserved Qualified Investors, up to Aggregate Nominal Amount of EUR 24,958,805	Mgmt	For	For	For
	<i>Voting Policy Rationale: * Votes FOR the authorizations under Items 17 to 21 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights. * A vote FOR the total limit proposed under Item 17 is warranted as it limits shareholder dilution under all authorizations together.</i>				
20	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Under Items 17-19	Mgmt	For	For	For
	<i>Voting Policy Rationale: * Votes FOR the authorizations under Items 17 to 21 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights. * A vote FOR the total limit proposed under Item 17 is warranted as it limits shareholder dilution under all authorizations together.</i>				

Edenred SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
21	Authorize Capital Increase of up to 5 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For	For
	<i>Voting Policy Rationale: * Votes FOR the authorizations under Items 17 to 21 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights. * A vote FOR the total limit proposed under Item 17 is warranted as it limits shareholder dilution under all authorizations together.</i>				
22	Authorize Capitalization of Reserves of Up to EUR 164,728,118 for Bonus Issue or Increase in Par Value	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted since this potential transfer of wealth is in shareholders' interests.</i>				
23	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the employee stock purchase plans is warranted as its proposed volume respects the recommended guidelines.</i>				
24	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this routine item is warranted.</i>				

Edwards Lifesciences Corporation

Meeting Date: 05/07/2024

Country: USA

Ticker: EW

Record Date: 03/08/2024

Meeting Type: Annual

Primary Security ID: 28176E108

Shares Voted: 11,515

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Leslie C. Davis	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Paul LaViolette is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Kieran T. Gallahue	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Paul LaViolette is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Leslie S. Heisz	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Paul LaViolette is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Paul A. LaViolette	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Paul LaViolette is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Steven R. Loranger	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Paul LaViolette is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Edwards Lifesciences Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.6	Elect Director Ramona Sequeira	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Paul LaViolette is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.7	Elect Director Nicholas J. Valeriani	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Paul LaViolette is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.8	Elect Director Bernard J. Zovighian	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Paul LaViolette is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted as CEO pay and performance are reasonably aligned. While some concerns remain regarding regular annual equity grant practices, annual incentives are predominantly based on pre-set objective metrics.</i>					
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST the ratification of the company's auditor is warranted given that non-audit fees represent 31.7 percent of the total fees received by the auditor during the fiscal year, raising substantial doubts over the independence of the auditor.</i>					
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>					

Expeditors International of Washington, Inc.

Meeting Date: 05/07/2024 **Country:** USA **Ticker:** EXPD
Record Date: 03/12/2024 **Meeting Type:** Annual
Primary Security ID: 302130109

Shares Voted: 2,541

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Glenn M. Alger	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Emmert, Diane Gulyas and Liane Pelletier is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.2	Elect Director Robert "Bob" P. Carlile	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Emmert, Diane Gulyas and Liane Pelletier is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.3	Elect Director James "Jim" M. DuBois	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Emmert, Diane Gulyas and Liane Pelletier is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

Expeditors International of Washington, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.4	Elect Director Mark A. Emmert	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Emmert, Diane Gulyas and Liane Pelletier is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Diane H. Gulyas	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Emmert, Diane Gulyas and Liane Pelletier is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Jeffrey S. Musser	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Emmert, Diane Gulyas and Liane Pelletier is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Brandon S. Pedersen	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Emmert, Diane Gulyas and Liane Pelletier is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Liane J. Pelletier	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Emmert, Diane Gulyas and Liane Pelletier is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director Olivia D. Polius	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Emmert, Diane Gulyas and Liane Pelletier is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although some concern is raised given the funding structure for annual incentive awards carries the potential for substantial cash payouts, a vote FOR this proposal is warranted, as pay and performance were reasonably aligned for the year in review.</i>				
3	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that: * The purchase price is reasonable; * The number of shares reserved is reasonable; and * The offer period is within the limits prescribed by Section 423 of the Internal Revenue Code.</i>				
4	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
5	Report on Effectiveness of Diversity, Equity, and Inclusion Efforts	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as reporting metrics on hiring, promotion, or retention would allow shareholders to better assess the effectiveness of Expeditors' diversity, equity and inclusion efforts and management of related risks.</i>				
6	Adopt GHG Emissions Reduction Targets Aligned with the Paris Agreement Goal	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as target setting in connection with the company's efforts to reduce its carbon footprint and align its operations with Paris Agreement goals would allow shareholders to better understand how the company is managing its transition to a low carbon economy and climate change-related risks.</i>				

Meeting Date: 05/07/2024

Country: France

Ticker: GET

Record Date: 05/03/2024

Meeting Type: Annual/Special

Primary Security ID: F4R053105

Shares Voted: 23,120

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Ordinary Business Approve Financial Statements and Statutory Reports	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.</i></p>					
2	Approve Allocation of Income and Dividends of EUR 0.55 per Share	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted because the proposed payout ratio is adequate without being excessive.</i></p>					
3	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.</i></p>					
4	Authorize Repurchase of Up to 5 Percent of Issued Share Capital	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Such share buyback programs merit a vote FOR.</i></p>					
5	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted in the absence of specific concerns.</i></p>					
6	Reelect Sharon Flood as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR the reelections of these nominees are warranted in the absence of specific concerns (Items 6 and 7). A vote FOR the ratification of the appointment of this non-independent nominee is warranted given the satisfactory level of board independence (including all board members: 40.0 percent vs 33.3 percent recommended; excluding government representatives, employee representatives, and employee shareholder representatives (if any): 50.0 percent vs 50 percent recommended) and the absence of specific concerns (Item 8).</i></p>					
7	Reelect Jean-Marc Janailiac as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR the reelections of these nominees are warranted in the absence of specific concerns (Items 6 and 7). A vote FOR the ratification of the appointment of this non-independent nominee is warranted given the satisfactory level of board independence (including all board members: 40.0 percent vs 33.3 percent recommended; excluding government representatives, employee representatives, and employee shareholder representatives (if any): 50.0 percent vs 50 percent recommended) and the absence of specific concerns (Item 8).</i></p>					
8	Ratify Appointment of Jean Mouton as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR the reelections of these nominees are warranted in the absence of specific concerns (Items 6 and 7). A vote FOR the ratification of the appointment of this non-independent nominee is warranted given the satisfactory level of board independence (including all board members: 40.0 percent vs 33.3 percent recommended; excluding government representatives, employee representatives, and employee shareholder representatives (if any): 50.0 percent vs 50 percent recommended) and the absence of specific concerns (Item 8).</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
9	Appoint Mazars SA as Auditor Responsible for Certifying Sustainability Information	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR are warranted because there are no concerns regarding these proposals.</i>				
10	Appoint KPMG SA as Auditor Responsible for Certifying Sustainability Information	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR are warranted because there are no concerns regarding these proposals.</i>				
11	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>				
12	Approve Compensation of Yann Leriche, CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>				
13	Approve Compensation of Jacques Gounon, Chairman of the Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>				
14	Approve Remuneration Policy of Corporate Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted because it does not raise any significant concern.</i>				
15	Approve Remuneration Policy of CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted but is not without concern as the potential maximum package opportunity increases for the second time in a row. The main reason for support is the reasonable level of remuneration compared to the company's past practices and market practices as well as the commitment of the company not to increase the base salary for the duration of the renewed mandate of the CEO.</i>				
16	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted because it does not raise any significant concern.</i>				
17	Extraordinary Business Authorize up to 468,000 Shares for Use in Restricted Stock Plans	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the terms of the proposed authorization are not problematic, as this restricted share plan would benefit to all group employees except executives.</i>				
18	Authorize up to 450,000 Shares for Use in Restricted Stock Plans Reserved for Employees and Corporate Officers With Performance Conditions Attached	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the terms of the proposed authorization are not problematic.</i>				
19	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as such share capital reductions are favorable to shareholders.</i>				

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Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
20	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted in the absence of specific concerns.</i>					
21	Amend Articles of Bylaws to Comply with Legal Changes	Mgmt	For	For	For
<i>Voting Policy Rationale: This item merits a vote FOR as the proposed amendments do not raise specific concerns. However, the adoption of the new articles does not allow piecemeal voting by shareholders, who are presented with an all-or-nothing choice.</i>					
22	Amend Article 19 of Bylaws Re: Age Limit of Chairman of the Board	Mgmt	For	For	For
<i>Voting Policy Rationale: This proposal warrants a vote FOR, despite a reinforcement of the age limit, given its limited impact and the more understandable rule applicable.</i>					
23	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this routine item is warranted.</i>					

Hubbell Incorporated

Meeting Date: 05/07/2024 **Country:** USA **Ticker:** HUBB
Record Date: 03/08/2024 **Meeting Type:** Annual
Primary Security ID: 443510607

Shares Voted: 1,476

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Gerben W. Bakker	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Anthony Guzzi, Carlos Cardoso, Neal Keating and Bonnie Lind for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>					
1.2	Elect Director Carlos M. Cardoso	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Anthony Guzzi, Carlos Cardoso, Neal Keating and Bonnie Lind for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>					
1.3	Elect Director Debra L. Dial	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Anthony Guzzi, Carlos Cardoso, Neal Keating and Bonnie Lind for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>					
1.4	Elect Director Anthony J. Guzzi	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Anthony Guzzi, Carlos Cardoso, Neal Keating and Bonnie Lind for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>					

Hubbell Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.5	Elect Director Rhett A. Hernandez	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Anthony Guzzi, Carlos Cardoso, Neal Keating and Bonnie Lind for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.6	Elect Director Neal J. Keating	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Anthony Guzzi, Carlos Cardoso, Neal Keating and Bonnie Lind for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.7	Elect Director Bonnie C. Lind	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Anthony Guzzi, Carlos Cardoso, Neal Keating and Bonnie Lind for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.8	Elect Director John F. Malloy	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Anthony Guzzi, Carlos Cardoso, Neal Keating and Bonnie Lind for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.9	Elect Director Jennifer M. Pollino	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Anthony Guzzi, Carlos Cardoso, Neal Keating and Bonnie Lind for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				

IDEX Corporation

Meeting Date: 05/07/2024 **Country:** USA **Ticker:** IEX
Record Date: 03/12/2024 **Meeting Type:** Annual
Primary Security ID: 45167R104

Shares Voted: 2,983

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Mark A. Buthman	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Buthman and Lakecia Gunter is warranted for lack of diversity on the board. A vote FOR the remaining director nominee, L. Paris Watts-Stanfield, is warranted.</i>				
1b	Elect Director Lakecia N. Gunter	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Buthman and Lakecia Gunter is warranted for lack of diversity on the board. A vote FOR the remaining director nominee, L. Paris Watts-Stanfield, is warranted.</i>				

IDEX Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1c	Elect Director L. Paris Watts-Stanfield	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Buthman and Lakecia Gunter is warranted for lack of diversity on the board. A vote FOR the remaining director nominee, L. Paris Watts-Stanfield, is warranted.</i></p>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted. Although the relative TSR metric targets median performance, the short-term incentive is primarily based on pre-set financial metrics, and the long-term incentive uses a multi-year performance period with a cap in the event of negative TSR.</i></p>					
3	Approve Omnibus Stock Plan	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i></p>					
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST the ratification of the company's auditor is warranted given that non-audit fees represent 26.69 percent of the total fees received by the auditor during the fiscal year, raising substantial doubts over the independence of the auditor.</i></p>					
5	Report on Company's Hiring Practices with Respect to Formerly Incarcerated People	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted because additional information could help shareholders better understand how the company is assessing and managing the progress of its various diversity and inclusion initiatives.</i></p>					

Intel Corporation

Meeting Date: 05/07/2024 **Country:** USA **Ticker:** INTC
Record Date: 03/11/2024 **Meeting Type:** Annual
Primary Security ID: 458140100

Shares Voted: 71,257

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Patrick P. Gelsinger	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST nominating committee members Frank Yearly, S. Omar Ishrak, Risa Lavizzo-Mourey, Tsu-Jae King Liu, and Barbara Novick is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director James J. Goetz	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST nominating committee members Frank Yearly, S. Omar Ishrak, Risa Lavizzo-Mourey, Tsu-Jae King Liu, and Barbara Novick is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director Andrea J. Goldsmith	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST nominating committee members Frank Yearly, S. Omar Ishrak, Risa Lavizzo-Mourey, Tsu-Jae King Liu, and Barbara Novick is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1d	Elect Director Alyssa H. Henry	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Frank Yeary, S. Omar Ishrak, Risa Lavizzo-Mourey, Tsu-Jae King Liu, and Barbara Novick is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Omar Ishrak	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Frank Yeary, S. Omar Ishrak, Risa Lavizzo-Mourey, Tsu-Jae King Liu, and Barbara Novick is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Risa Lavizzo-Mourey	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Frank Yeary, S. Omar Ishrak, Risa Lavizzo-Mourey, Tsu-Jae King Liu, and Barbara Novick is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Tsu-Jae King Liu	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Frank Yeary, S. Omar Ishrak, Risa Lavizzo-Mourey, Tsu-Jae King Liu, and Barbara Novick is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Barbara G. Novick	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Frank Yeary, S. Omar Ishrak, Risa Lavizzo-Mourey, Tsu-Jae King Liu, and Barbara Novick is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Gregory D. Smith	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Frank Yeary, S. Omar Ishrak, Risa Lavizzo-Mourey, Tsu-Jae King Liu, and Barbara Novick is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Stacy J. Smith	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Frank Yeary, S. Omar Ishrak, Risa Lavizzo-Mourey, Tsu-Jae King Liu, and Barbara Novick is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Lip-Bu Tan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Frank Yeary, S. Omar Ishrak, Risa Lavizzo-Mourey, Tsu-Jae King Liu, and Barbara Novick is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director Dion J. Weisler	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Frank Yeary, S. Omar Ishrak, Risa Lavizzo-Mourey, Tsu-Jae King Liu, and Barbara Novick is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1m	Elect Director Frank D. Yeary	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Frank Yeary, S. Omar Ishrak, Risa Lavizzo-Mourey, Tsu-Jae King Liu, and Barbara Novick is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.8 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Intel Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposal is warranted. Annual bonuses were primarily based on pre-set and clearly disclosed financial metrics, with a below-target payout which largely aligns with recent company performance. Furthermore, long-term incentives are primarily performance-based and closing-cycle PSUs were forfeited when the performance threshold was not met.</i>				
4	Establish Board Committee on Corporate Financial Sustainability	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted, as the company's existing board oversight appears adequate to address issues related to corporate financial sustainability and, absent clear performance concerns, the board should generally be given latitude to determine its committee structure.</i>				
5	Report on Opposing State Abortion Regulation	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted as, on balance, the risks stemming from issuing the requested report appear to be greater than the risks to the company associated with its current disclosure and practices.</i>				
6	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. The company has a policy that limits cash severance to a reasonable basis, absent shareholder approval, and no significant concerns are identified with respect to equity award treatment.</i>				

Kimco Realty Corporation

Meeting Date: 05/07/2024

Country: USA

Ticker: KIM

Record Date: 03/12/2024

Meeting Type: Annual

Primary Security ID: 49446R109

Shares Voted: 20,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Milton Cooper	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mary Hogan Preusse, Philip Coviello Jr., Frank Lourenso, Henry Moniz, Valerie Richardson, and Richard Saltzman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Philip E. Coviello	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mary Hogan Preusse, Philip Coviello Jr., Frank Lourenso, Henry Moniz, Valerie Richardson, and Richard Saltzman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Conor C. Flynn	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mary Hogan Preusse, Philip Coviello Jr., Frank Lourenso, Henry Moniz, Valerie Richardson, and Richard Saltzman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Frank Lourenso	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mary Hogan Preusse, Philip Coviello Jr., Frank Lourenso, Henry Moniz, Valerie Richardson, and Richard Saltzman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Kimco Realty Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1e	Elect Director Henry Moniz	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mary Hogan Preusse, Philip Coviello Jr., Frank Lourenso, Henry Moniz, Valerie Richardson, and Richard Saltzman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Mary Hogan Preusse	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mary Hogan Preusse, Philip Coviello Jr., Frank Lourenso, Henry Moniz, Valerie Richardson, and Richard Saltzman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Valerie Richardson	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mary Hogan Preusse, Philip Coviello Jr., Frank Lourenso, Henry Moniz, Valerie Richardson, and Richard Saltzman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Richard B. Saltzman	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mary Hogan Preusse, Philip Coviello Jr., Frank Lourenso, Henry Moniz, Valerie Richardson, and Richard Saltzman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as CEO pay and company performance are reasonably aligned for the year in review. Moreover, although there are some concerns with both the STI and LTI plans, the majority of the CEO's compensation is conditioned on objective financial performance.</i>				
3	Increase Authorized Common Stock	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because the size of the proposed increase is reasonable and there are no substantial concerns about the company's past use of shares.</i>				
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				

LKQ Corporation

Meeting Date: 05/07/2024

Country: USA

Ticker: LKQ

Record Date: 03/11/2024

Meeting Type: Annual

Primary Security ID: 501889208

Shares Voted: 9,311

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Patrick Berard	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Guhan Subramanian, Patrick Berard, Blythe McGarvie and Jody Miller is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1b	Elect Director Meg A. Divitto	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Guhan Subramanian, Patrick Berard, Blythe McGarvie and Jody Miller is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Justin L. Jude	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Guhan Subramanian, Patrick Berard, Blythe McGarvie and Jody Miller is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Blythe J. McGarvie	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Guhan Subramanian, Patrick Berard, Blythe McGarvie and Jody Miller is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director John W. Mendel	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Guhan Subramanian, Patrick Berard, Blythe McGarvie and Jody Miller is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Jody G. Miller	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Guhan Subramanian, Patrick Berard, Blythe McGarvie and Jody Miller is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Guhan Subramanian	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Guhan Subramanian, Patrick Berard, Blythe McGarvie and Jody Miller is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Xavier Urbain	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Guhan Subramanian, Patrick Berard, Blythe McGarvie and Jody Miller is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Dominick Zarcone	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Guhan Subramanian, Patrick Berard, Blythe McGarvie and Jody Miller is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the ratification of the company's auditor is warranted given that non-audit fees represent 28.32 percent of the total fees received by the auditor during the fiscal year, raising substantial doubts over the independence of the auditor.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposal is warranted as pay and performance are reasonably aligned for the year in review. There are concerns regarding goal rigor for a portion of the LTI; however, long-term incentives were entirely performance-contingent. Moreover, the STI was based on pre-set financial goals.</i>				

LKQ Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Amend Certificate of Incorporation to Provide for the Exculpation of Officers	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i></p>					

MKS Instruments, Inc.

Meeting Date: 05/07/2024 **Country:** USA **Ticker:** MKSI
Record Date: 02/28/2024 **Meeting Type:** Annual
Primary Security ID: 55306N104

Shares Voted: 128

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Rajeev Batra	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Rajeev (Raj) Batra for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.2	Elect Director Gerald G. Colella	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Rajeev (Raj) Batra for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.3	Elect Director Elizabeth A. Mora	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Rajeev (Raj) Batra for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as no significant concerns were identified and pay and performance are reasonably aligned at this time.</i></p>					
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 21.09 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
4	Adopt Simple Majority Vote	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted given that elimination of the supermajority vote requirement would enhance shareholder rights.</i></p>					

MRC Global Inc.

Meeting Date: 05/07/2024 **Country:** USA **Ticker:** MRC
Record Date: 03/25/2024 **Meeting Type:** Annual
Primary Security ID: 55345K103

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Deborah G. Adams	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Deborah (Debbie) Adams, George Damiris and Ronald Jadin for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.2	Elect Director Leonard M. Anthony	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Deborah (Debbie) Adams, George Damiris and Ronald Jadin for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.3	Elect Director George John Damiris	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Deborah (Debbie) Adams, George Damiris and Ronald Jadin for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.4	Elect Director David A. Hager	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Deborah (Debbie) Adams, George Damiris and Ronald Jadin for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.5	Elect Director Ronald L. Jadin	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Deborah (Debbie) Adams, George Damiris and Ronald Jadin for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.6	Elect Director Anne McEntee	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Deborah (Debbie) Adams, George Damiris and Ronald Jadin for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.7	Elect Director Robert J. Saltiel, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Deborah (Debbie) Adams, George Damiris and Ronald Jadin for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.8	Elect Director Daniel B. Silvers	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Deborah (Debbie) Adams, George Damiris and Ronald Jadin for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.9	Elect Director Robert L. Wood	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Deborah (Debbie) Adams, George Damiris and Ronald Jadin for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as no significant concerns were identified and pay and performance are reasonably aligned at this time.</i>				

MRC Global Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 8.49 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
4	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted. The company seeks to align its officer exculpation provisions with the recently amended Delaware statute and existing protections afforded to directors, providing protections to officers that would allow the company to attract and retain quality personnel without negatively impacting shareholder rights.</i></p>					

NVR, Inc.

Meeting Date: 05/07/2024 **Country:** USA **Ticker:** NVR
Record Date: 03/05/2024 **Meeting Type:** Annual
Primary Security ID: 62944T105

Shares Voted: 59

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Paul C. Saville	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Susan Ross, Alfred (Fred) Festa, Melquiades (Mel) Martinez, and David Preiser is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director C. E. Andrews	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Susan Ross, Alfred (Fred) Festa, Melquiades (Mel) Martinez, and David Preiser is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director Sallie B. Bailey	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Susan Ross, Alfred (Fred) Festa, Melquiades (Mel) Martinez, and David Preiser is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1d	Elect Director Thomas D. Eckert	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Susan Ross, Alfred (Fred) Festa, Melquiades (Mel) Martinez, and David Preiser is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1e	Elect Director Alfred E. Festa	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Susan Ross, Alfred (Fred) Festa, Melquiades (Mel) Martinez, and David Preiser is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1f	Elect Director Alexandra A. Jung	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Susan Ross, Alfred (Fred) Festa, Melquiades (Mel) Martinez, and David Preiser is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

NVR, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1g	Elect Director Mel Martinez	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Susan Ross, Alfred (Fred) Festa, Melquiades (Mel) Martinez, and David Preiser is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director David A. Preiser	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Susan Ross, Alfred (Fred) Festa, Melquiades (Mel) Martinez, and David Preiser is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director W. Grady Rosier	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Susan Ross, Alfred (Fred) Festa, Melquiades (Mel) Martinez, and David Preiser is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Susan Williamson Ross	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Susan Ross, Alfred (Fred) Festa, Melquiades (Mel) Martinez, and David Preiser is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although some concerns are raised, a vote FOR this proposal is warranted. Annual incentives are based on pre-set, objective metrics, and the NEOs did not receive equity following front-loaded awards in prior years. Further, CEO pay and company performance are reasonably aligned at this time.</i>				
4	Report on Effectiveness of Diversity, Equity and Inclusion Efforts and Metrics	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted, as reporting quantitative and comparable diversity statistics would allow shareholders to better assess the effectiveness of the company's diversity initiatives and its management of related risks.</i>				
5	Report on Political Contributions	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted, as increased disclosure of the company's indirect political contributions through all trade associations and other tax-exempt organizations could help shareholders more comprehensively evaluate the company's management of any related risks and benefits.</i>				

Omnicom Group Inc.

Meeting Date: 05/07/2024

Country: USA

Ticker: OMC

Record Date: 03/18/2024

Meeting Type: Annual

Primary Security ID: 681919106

Shares Voted: 2,472

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director John D. Wren	Mgmt	For	For	For

Omnicom Group Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.2	Elect Director Mary C. Choksi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.3	Elect Director Leonard S. Coleman, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.4	Elect Director Mark D. Gerstein	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.5	Elect Director Ronnie S. Hawkins	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.6	Elect Director Deborah J. Kissire	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.7	Elect Director Gracia C. Martore	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.8	Elect Director Patricia Salas Pineda	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.9	Elect Director Linda Johnson Rice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.10	Elect Director Cassandra Santos	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.11	Elect Director Valerie M. Williams	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, with caution. There are concerns regarding goal rigor of relative metrics in the STI and LTI programs, which can allow for target payout despite underperforming a majority of the peer group. These concerns are heightened by the relatively large annual bonus opportunity and a lack of a true threshold goal. i.e., underperformance of every company in the peer group still results in a reduced payout instead of no payout. Nonetheless, pay and performance were aligned for the year in review, the short-term incentive is primarily based on pre-set financial metrics, and the long-term incentive is entirely in performance-conditioned equity.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.07 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Meeting Date: 05/07/2024

Country: Ireland

Ticker: PNR

Record Date: 03/08/2024

Meeting Type: Annual

Primary Security ID: G7S00T104

Shares Voted: 12,395

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Mona Abutaleb Stephenson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1b	Elect Director Melissa Barra	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1c	Elect Director Tracey C. Doi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1d	Elect Director T. Michael Glenn	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1e	Elect Director Theodore L. Harris	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1f	Elect Director David A. Jones	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1g	Elect Director Gregory E. Knight	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director Michael T. Speetzen	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1i	Elect Director John L. Stauch	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1j	Elect Director Billie I. Williamson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time. Annual incentives were based on pre-set financial performance metrics and half of equity incentives were performance-based, with a multi-year performance period.</i>				
3	Approve Deloitte & Touche LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 12.49 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Renew the Board's Authority to Issue Shares Under Irish Law	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these proposals is warranted as the share issuance request is limited to 20 percent of issued share capital.</i>					
5	Renew the Board's Authority to Opt-Out of Statutory Preemption Rights Under Irish Law	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these proposals is warranted as the share issuance request is limited to 20 percent of issued share capital.</i>					
6	Determine Price Range for Reissuance of Treasury Shares	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item for companies incorporated in Ireland, and no concerns have been identified.</i>					

Public Storage

Meeting Date: 05/07/2024 Country: USA Ticker: PSA
 Record Date: 03/05/2024 Meeting Type: Annual
 Primary Security ID: 74460D109

Shares Voted: 1,547

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Ronald L. Havern, Jr.	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kristy Pipes, Ronald Spogli, and Paul Williams is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1b	Elect Director Tamara Hughes Gustavson	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kristy Pipes, Ronald Spogli, and Paul Williams is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1c	Elect Director Shankh S. Mitra	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kristy Pipes, Ronald Spogli, and Paul Williams is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1d	Elect Director Rebecca Owen	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kristy Pipes, Ronald Spogli, and Paul Williams is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1e	Elect Director Kristy M. Pipes	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kristy Pipes, Ronald Spogli, and Paul Williams is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1f	Elect Director Avedick B. Poladian	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kristy Pipes, Ronald Spogli, and Paul Williams is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

Public Storage

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1g	Elect Director John Reyes	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kristy Pipes, Ronald Spogli, and Paul Williams is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Joseph D. Russell, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kristy Pipes, Ronald Spogli, and Paul Williams is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Tariq M. Shaukat	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kristy Pipes, Ronald Spogli, and Paul Williams is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Ronald P. Spogli	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kristy Pipes, Ronald Spogli, and Paul Williams is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Paul S. Williams	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kristy Pipes, Ronald Spogli, and Paul Williams is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance were reasonably aligned for the year in review.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				

Qinghai Salt Lake Industry Co., Ltd.

Meeting Date: 05/07/2024

Country: China

Ticker: 000792

Record Date: 04/29/2024

Meeting Type: Annual

Primary Security ID: Y7170U105

Shares Voted: 16,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Annual Report and Summary	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for Items 1-3 because no concerns have been identified. A vote AGAINST is warranted for Item 5 because the FY 2024 Financial Budget Report has not been disclosed as of the date of the analysis.</i>				
2	Approve Report of the Board of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for Items 1-3 because no concerns have been identified. A vote AGAINST is warranted for Item 5 because the FY 2024 Financial Budget Report has not been disclosed as of the date of the analysis.</i>				
3	Approve Report of the Board of Supervisors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for Items 1-3 because no concerns have been identified. A vote AGAINST is warranted for Item 5 because the FY 2024 Financial Budget Report has not been disclosed as of the date of the analysis.</i>				

Qinghai Salt Lake Industry Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Approve Remuneration of Directors and Management Members	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
5	Approve Financial Statements and Financial Budget Report	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote FOR is merited for Items 1-3 because no concerns have been identified. A vote AGAINST is warranted for Item 5 because the FY 2024 Financial Budget Report has not been disclosed as of the date of the analysis.</i>				
6	Approve No Profit Distribution	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the zero dividend payout is a result of the company's negative financial performance for the previous years.</i>				
	APPROVE DAILY RELATED PARTY TRANSACTIONS	Mgmt			
7.1	Approve Related Party Transaction with Qinghai State-owned Assets Investment Management Co., Ltd. and Its Subsidiaries	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
7.2	Approve Related Party Transaction with Related Party Sinofert Fertilizer Co., Ltd	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
7.3	Approve Related Party Transaction with Qinghai Huixin Asset Management Co., Ltd. and Its Subsidiaries	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
7.4	Approve Related Party Transaction with Industrial and Commercial Bank of China Co., Ltd. Qinghai Provincial Branch	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
7.5	Approve Related Party Transaction with China Development Bank	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
7.6	Approve Related Party Transaction with Bank of Qinghai Co., Ltd. Golmud Branch	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
8	Approve Amendments to Articles of Association	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
9	Amend Rules and Procedures Regarding General Meetings of Shareholders	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				

Qinghai Salt Lake Industry Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10	Amend Rules and Procedures Regarding Meetings of Board of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
11	Amend Related-Party Transaction Management Methods	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted given the company has not specified the details and the provisions covered under the proposed amendments.</i>				
	ELECT NON-INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt			
12.1	Elect Yun Hongwei as Director	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
12.2	Elect Feng Peng as Director	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
12.3	Elect Zhang Tiehua as Director	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
12.4	Elect Wang Xiangwen as Director	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
12.5	Elect Bu Yi as Director	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
12.6	Elect Chen Shengnan as Director	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
12.7	Elect Wu Jun as Director	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
	ELECT INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt			
13.1	Elect Huang Sujian as Director	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
13.2	Elect He Ping as Director	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
13.3	Elect Chen Bin as Director	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				

Qinghai Salt Lake Industry Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
13.4	Elect Song Lin as Director	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
13.5	Elect Zhang Qinyu as Director	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
	ELECT SUPERVISORS VIA CUMULATIVE VOTING	Mgmt			
14.1	Elect Chen Minyu as Supervisor	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
14.2	Elect Yang Yong as Supervisor	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
14.3	Elect Niu Yujiao as Supervisor	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
14.4	Elect Wang Ling as Supervisor	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
14.5	Elect Yu Shuguang as Supervisor	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
14.6	Elect Xin Xiaoye as Supervisor	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				

RB Global, Inc.

Meeting Date: 05/07/2024

Country: Canada

Ticker: RBA

Record Date: 03/18/2024

Meeting Type: Annual/Special

Primary Security ID: 74935Q107

Shares Voted: 1,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Robert George Elton	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Timothy (Tim) O'Day, Sarah Raiss, and Carol Stephenson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Jim Kessler	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Timothy (Tim) O'Day, Sarah Raiss, and Carol Stephenson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1c	Elect Director Brian Bales	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Timothy (Tim) O'Day, Sarah Raiss, and Carol Stephenson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Adam DeWitt	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Timothy (Tim) O'Day, Sarah Raiss, and Carol Stephenson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Gregory B. Morrison	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Timothy (Tim) O'Day, Sarah Raiss, and Carol Stephenson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Timothy O'Day	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Timothy (Tim) O'Day, Sarah Raiss, and Carol Stephenson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Sarah Raiss	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Timothy (Tim) O'Day, Sarah Raiss, and Carol Stephenson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Michael Sieger	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Timothy (Tim) O'Day, Sarah Raiss, and Carol Stephenson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Jeffrey C. Smith	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Timothy (Tim) O'Day, Sarah Raiss, and Carol Stephenson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Debbie Stein	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Timothy (Tim) O'Day, Sarah Raiss, and Carol Stephenson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Carol M. Stephenson	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Timothy (Tim) O'Day, Sarah Raiss, and Carol Stephenson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 11.70 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. While some concern is noted regarding the magnitude of the CEO's equity awards, annual incentives are entirely based on pre-set, quantitative metrics, and long-term incentives are at least half performance-based with multi-year performance periods.</i>				
4	Approve Continuance of Company [CBCA to OBCA]	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Vote AGAINST this resolution. While the continuance per se does not affect shareholders adversely, the proposed by-law bundled with this continuance resolution contains the following problematic provisions: * the-by-law contains a provision providing the board discretion to host virtual-only meetings; and * the proposed document contains an advance notice provision which is offside best practices within the Canadian market.</i>				

T. Rowe Price Group, Inc.

Meeting Date: 05/07/2024

Country: USA

Ticker: TROW

Record Date: 03/01/2024

Meeting Type: Annual

Primary Security ID: 74144T108

Shares Voted: 6,349

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Glenn R. August	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alan Wilson, Eileen Rominger and Robert (Bob) Stevens is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Mark S. Bartlett	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alan Wilson, Eileen Rominger and Robert (Bob) Stevens is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director William P. Donnelly	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alan Wilson, Eileen Rominger and Robert (Bob) Stevens is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Dina Dublon	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alan Wilson, Eileen Rominger and Robert (Bob) Stevens is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Robert F. MacLellan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alan Wilson, Eileen Rominger and Robert (Bob) Stevens is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Eileen P. Rominger	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alan Wilson, Eileen Rominger and Robert (Bob) Stevens is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Robert W. Sharps	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alan Wilson, Eileen Rominger and Robert (Bob) Stevens is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Cynthia F. Smith	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alan Wilson, Eileen Rominger and Robert (Bob) Stevens is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Robert J. Stevens	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alan Wilson, Eileen Rominger and Robert (Bob) Stevens is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Sandra S. Wijnberg	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alan Wilson, Eileen Rominger and Robert (Bob) Stevens is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Alan D. Wilson	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alan Wilson, Eileen Rominger and Robert (Bob) Stevens is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

T. Rowe Price Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, as pay and performance are reasonably aligned for the year in review. While concerns exist regarding the discretionary nature of annual incentive determinations and limited disclosure of the key drivers of bonus levels, the company intends to take a more structured approach to CEO compensation beginning in 2024.</i></p>					
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 14.32 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					

The Boston Beer Company, Inc.

Meeting Date: 05/07/2024 **Country:** USA **Ticker:** SAM
Record Date: 03/13/2024 **Meeting Type:** Annual
Primary Security ID: 100557107

Shares Voted: 68

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Meghan V. Joyce	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for all director nominees because the board is not majority independent. WITHHOLD votes are further warranted for incumbent nominating committee members Meghan Joyce and Jean-Michel Valette for lack of diversity on the board. WITHHOLD votes are also warranted for Governance Committee members Jean-Michel Valette and Meghan Joyce for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision.</i></p>					
1.2	Elect Director Cynthia L. Swanson	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for all director nominees because the board is not majority independent. WITHHOLD votes are further warranted for incumbent nominating committee members Meghan Joyce and Jean-Michel Valette for lack of diversity on the board. WITHHOLD votes are also warranted for Governance Committee members Jean-Michel Valette and Meghan Joyce for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision.</i></p>					
1.3	Elect Director Jean-Michel Valette	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for all director nominees because the board is not majority independent. WITHHOLD votes are further warranted for incumbent nominating committee members Meghan Joyce and Jean-Michel Valette for lack of diversity on the board. WITHHOLD votes are also warranted for Governance Committee members Jean-Michel Valette and Meghan Joyce for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision.</i></p>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted since the quantitative pay-for-performance misalignment is sufficiently mitigated for the year under consideration. Concerns exist regarding the committee's discretionary increase to annual bonuses, as well as the poor disclosure of achievements for closing-cycle performance options. However, the STI was based on pre-set objective metrics with targets that appear rigorous, and equity awards are majority performance-conditioned. Further, former CEO Burwick's realizable pay shows directional alignment with the company's three-year stock price performance.</i></p>					

Meeting Date: 05/07/2024

Country: USA

Ticker: ZD

Record Date: 03/15/2024

Meeting Type: Annual

Primary Security ID: 48123V102

Shares Voted: 233

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Vivek Shah	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Teresa (Trace) Harris is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Sarah Fay	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Teresa (Trace) Harris is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Jana Barsten	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Teresa (Trace) Harris is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Trace Harris	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Teresa (Trace) Harris is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director William Brian Kretzmer	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Teresa (Trace) Harris is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Kirk McDonald	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Teresa (Trace) Harris is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Neville Ray	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Teresa (Trace) Harris is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Scott C. Taylor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Teresa (Trace) Harris is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the ratification of the company's auditor is warranted given that non-audit fees represent 32.0 percent of the total fees received by the auditor during the fiscal year, raising substantial doubts over the independence of the auditor.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				
4	Approve Omnibus Stock Plan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factors: * The plan cost is excessive; * The estimated duration of available and proposed shares exceeds six years; * The disclosure of change-in-control ("CIC") vesting treatment is incomplete (or is otherwise considered discretionary); * The plan permits liberal recycling of shares; and * The plan allows broad discretion to accelerate vesting</i>				

Advanced Micro Devices, Inc.

Meeting Date: 05/08/2024

Country: USA

Ticker: AMD

Record Date: 03/13/2024

Meeting Type: Annual

Primary Security ID: 007903107

Shares Voted: 20,513

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Nora M. Denzel	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nora Denzel, Michael (Mike) Gregoire, Joseph Householder and Elizabeth Vanderslice is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Mark Durcan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nora Denzel, Michael (Mike) Gregoire, Joseph Householder and Elizabeth Vanderslice is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Michael P. Gregoire	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nora Denzel, Michael (Mike) Gregoire, Joseph Householder and Elizabeth Vanderslice is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Joseph A. Householder	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nora Denzel, Michael (Mike) Gregoire, Joseph Householder and Elizabeth Vanderslice is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director John W. Marren	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nora Denzel, Michael (Mike) Gregoire, Joseph Householder and Elizabeth Vanderslice is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Jon A. Olson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nora Denzel, Michael (Mike) Gregoire, Joseph Householder and Elizabeth Vanderslice is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Lisa T. Su	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nora Denzel, Michael (Mike) Gregoire, Joseph Householder and Elizabeth Vanderslice is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Abhi Y. Talwalkar	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nora Denzel, Michael (Mike) Gregoire, Joseph Householder and Elizabeth Vanderslice is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Elizabeth W. Vanderslice	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nora Denzel, Michael (Mike) Gregoire, Joseph Householder and Elizabeth Vanderslice is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 8.42 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Advanced Micro Devices, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, as CEO pay and company performance are reasonably aligned at this time. Although the lack of forward-looking performance goal disclosure under the annual LTI program inhibits investors' ability to assess the rigor of the program, payouts under both the STI and LTI were commensurate with recent and longer-term company performance. Moreover, several special equity awards were granted to certain NEOs in light of executive changes; however, half of all sign-on and promotional awards for such NEOs were performance-conditioned, with multi-year performance periods, mitigating concerns.</i></p>					
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the proposed 10 percent ownership threshold for shareholders to call a special meeting would enhance shareholders ability to make use of the right. Additionally, an affirmative vote on this proposal may signal support for modifying certain restrictions the board implemented on special meeting timing and subject matter, which may otherwise hinder the effectiveness of the right.</i></p>					

Alcon Inc.

Meeting Date: 05/08/2024 **Country:** Switzerland **Ticker:** ALC
Record Date: 04/22/2024 **Meeting Type:** Annual
Primary Security ID: H01301128

Shares Voted: 2,848

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the annual accounts, annual report, and auditor's report for the fiscal year in review is warranted.</i></p>					
2	Approve Discharge of Board and Senior Management	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the formal discharge of the board of directors and senior management is warranted, as there is no evidence that the board and senior management have not fulfilled their fiduciary duties.</i></p>					
3	Approve Allocation of Income and Dividends of CHF 0.24 per Share	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i></p>					
4	Approve Non-Financial Report (Non-Binding)	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the approval of the company's non-financial report is warranted due to a lack of significant concerns.</i></p>					
5.1	Approve Remuneration Report (Non-Binding)	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST the remuneration report is warranted. While a small improvement to disclosure is acknowledged, overall ex-post disclosure of performance achievements in each incentive program remains limited. Moreover, the CEO's target LTI award opportunity, which was already high relative to Swiss peers, further increased significantly to a level that far exceeds local market practice.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5.2	Approve Remuneration of Directors in the Amount of CHF 3.9 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount is in line with market practice.</i>				
5.3	Approve Remuneration of Executive Committee in the Amount of CHF 43 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposal appears to be in line with market practice and does not raise significant concerns.</i>				
6.1	Reelect Michael Ball as Director and Board Chair	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members F. Michael Ball, Thomas Glanzmann, D. Keith Grossman and Ines Poeschel is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
6.2	Reelect Lynn Bleil as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members F. Michael Ball, Thomas Glanzmann, D. Keith Grossman and Ines Poeschel is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
6.3	Reelect Raquel Bono as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members F. Michael Ball, Thomas Glanzmann, D. Keith Grossman and Ines Poeschel is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
6.4	Reelect Arthur Cummings as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members F. Michael Ball, Thomas Glanzmann, D. Keith Grossman and Ines Poeschel is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
6.5	Reelect David Endicott as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members F. Michael Ball, Thomas Glanzmann, D. Keith Grossman and Ines Poeschel is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
6.6	Reelect Thomas Glanzmann as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members F. Michael Ball, Thomas Glanzmann, D. Keith Grossman and Ines Poeschel is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
6.7	Reelect Keith Grossman as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members F. Michael Ball, Thomas Glanzmann, D. Keith Grossman and Ines Poeschel is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
6.8	Reelect Scott Maw as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members F. Michael Ball, Thomas Glanzmann, D. Keith Grossman and Ines Poeschel is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
6.9	Reelect Karen May as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members F. Michael Ball, Thomas Glanzmann, D. Keith Grossman and Ines Poeschel is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6.10	Reelect Ines Poeschel as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members F. Michael Ball, Thomas Glanzmann, D. Keith Grossman and Ines Poeschel is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
6.11	Reelect Dieter Spaelti as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members F. Michael Ball, Thomas Glanzmann, D. Keith Grossman and Ines Poeschel is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
7.1	Reappoint Thomas Glanzmann as Member of the Compensation Committee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members F. Michael Ball, Thomas Glanzmann, D. Keith Grossman and Ines Poeschel is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
7.2	Reappoint Scott Maw as Member of the Compensation Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members F. Michael Ball, Thomas Glanzmann, D. Keith Grossman and Ines Poeschel is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
7.3	Reappoint Karen May as Member of the Compensation Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members F. Michael Ball, Thomas Glanzmann, D. Keith Grossman and Ines Poeschel is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
7.4	Reappoint Ines Poeschel as Member of the Compensation Committee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members F. Michael Ball, Thomas Glanzmann, D. Keith Grossman and Ines Poeschel is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
8	Designate Hartmann Dreyer as Independent Proxy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concerns.</i>				
9	Ratify PricewaterhouseCoopers SA as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
10	Transact Other Business (Voting)	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because: * This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and * The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.</i>				

Meeting Date: 05/08/2024

Country: Germany

Ticker: ALV

Record Date: 04/30/2024

Meeting Type: Annual

Primary Security ID: D03080112

Shares Voted: 0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
2	Approve Allocation of Income and Dividends of EUR 13.80 per Share	Mgmt	For	For	Do Not Vote
	<i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i>				
3.1	Approve Discharge of Management Board Member Oliver Baete for Fiscal Year 2023	Mgmt	For	For	Do Not Vote
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
3.2	Approve Discharge of Management Board Member Sirma Boshnakova for Fiscal Year 2023	Mgmt	For	For	Do Not Vote
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
3.3	Approve Discharge of Management Board Member Barbara Karuth-Zelle for Fiscal Year 2023	Mgmt	For	For	Do Not Vote
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
3.4	Approve Discharge of Management Board Member Klaus-Peter Roehler for Fiscal Year 2023	Mgmt	For	For	Do Not Vote
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
3.5	Approve Discharge of Management Board Member Giulio Terzaroli for Fiscal Year 2023	Mgmt	For	For	Do Not Vote
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
3.6	Approve Discharge of Management Board Member Guenther Thallinger for Fiscal Year 2023	Mgmt	For	For	Do Not Vote
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.7	Approve Discharge of Management Board Member Christopher Townsend for Fiscal Year 2023	Mgmt	For	For	Do Not Vote
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
3.8	Approve Discharge of Management Board Member Renate Wagner for Fiscal Year 2023	Mgmt	For	For	Do Not Vote
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
3.9	Approve Discharge of Management Board Member Andreas Wimmer for Fiscal Year 2023	Mgmt	For	For	Do Not Vote
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.1	Approve Discharge of Supervisory Board Member Michael Diekmann for Fiscal Year 2023	Mgmt	For	For	Do Not Vote
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.2	Approve Discharge of Supervisory Board Member Gabriele Burkhardt-Berg for Fiscal Year 2023	Mgmt	For	For	Do Not Vote
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.3	Approve Discharge of Supervisory Board Member Herbert Hainer for Fiscal Year 2023	Mgmt	For	For	Do Not Vote
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.4	Approve Discharge of Supervisory Board Member Sophie Boissard for Fiscal Year 2023	Mgmt	For	For	Do Not Vote
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.5	Approve Discharge of Supervisory Board Member Christine Bosse for Fiscal Year 2023	Mgmt	For	For	Do Not Vote
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.6	Approve Discharge of Supervisory Board Member Rashmy Chatterjee for Fiscal Year 2023	Mgmt	For	For	Do Not Vote
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.7	Approve Discharge of Supervisory Board Member Friedrich Eichiner for Fiscal Year 2023	Mgmt	For	For	Do Not Vote
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.8	Approve Discharge of Supervisory Board Member Jean-Claude Le Goer for Fiscal Year 2023	Mgmt	For	For	Do Not Vote
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.9	Approve Discharge of Supervisory Board Member Martina Grundler for Fiscal Year 2023	Mgmt	For	For	Do Not Vote
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.10	Approve Discharge of Supervisory Board Member Frank Kirsch for Fiscal Year 2023	Mgmt	For	For	Do Not Vote
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.11	Approve Discharge of Supervisory Board Member Juergen Lawrenz for Fiscal Year 2023	Mgmt	For	For	Do Not Vote
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.12	Approve Discharge of Supervisory Board Member Primiano Di Paolo for Fiscal Year 2023	Mgmt	For	For	Do Not Vote
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
5	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2024 and for the Review of Interim Financial Statements for the First Half of Fiscal Year 2024	Mgmt	For	For	Do Not Vote
	<i>Voting Policy Rationale: A vote FOR this item is warranted as no concerns regarding the auditor have been identified.</i>				
6	Approve Remuneration Report	Mgmt	For	For	Do Not Vote
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the company's remuneration practices are broadly in line with best practice standards in Germany, and pay and performance appear reasonably aligned at this time. Nevertheless, the company's high level of pension contributions to members of the management board remain of concern.</i>				
7.1	Elect Stephanie Bruce to the Supervisory Board	Mgmt	For	For	Do Not Vote
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7.2	Elect Joerg Schneider to the Supervisory Board	Mgmt	For	For	Do Not Vote
<i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time.</i>					
8	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	Mgmt	For	For	Do Not Vote
<i>Voting Policy Rationale: A vote FOR the proposed share repurchase program is warranted because this is a standard request in Germany.</i>					

Antofagasta Plc

Meeting Date: 05/08/2024 **Country:** United Kingdom **Ticker:** ANTO
Record Date: 05/03/2024 **Meeting Type:** Annual
Primary Security ID: G0398N128

Shares Voted: 18,857

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>					
2	Approve Remuneration Report	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the remuneration report is considered warranted. It is noted for shareholder awareness that the FY2024 LTIP award has been set at the exceptional level of 300% of base salary (90% of base salary for restricted awards and 210% for performance awards). However, although certain features of remuneration differ from UK practice, the Company is based in Chile. Moreover, as an overriding consideration, the CEO is not a board member, and some of the details of his remuneration have been disclosed on a voluntary basis. As a result, this increased opportunity is not being treated as a material concern.</i>					
3	Approve Final Dividend	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>					
4	Re-elect Jean-Paul Luksic as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>					
5	Re-elect Francisca Castro as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>					
6	Re-elect Ramon Jara as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>					
7	Re-elect Juan Claro as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8	Re-elect Andronico Luksic as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
9	Re-elect Vivianne Blanlot as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
10	Re-elect Michael Anglin as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
11	Re-elect Tony Jensen as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
12	Re-elect Eugenia Parot as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
13	Re-elect Heather Lawrence as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
14	Elect Tracey Kerr as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
15	Appoint Deloitte LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
16	Authorise the Audit and Risk Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
17	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
18	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
19	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
20	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				

Antofagasta Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
21	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For

Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.

Arcosa, Inc.

Meeting Date: 05/08/2024 **Country:** USA **Ticker:** ACA
Record Date: 03/14/2024 **Meeting Type:** Annual
Primary Security ID: 039653100

Shares Voted: 677

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Joseph Alvarado	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven (Steve) Demetriou, Kimberly (Kim) Lubel, Julie Piggott and Melanie Trent is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1b	Elect Director Rhys J. Best	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven (Steve) Demetriou, Kimberly (Kim) Lubel, Julie Piggott and Melanie Trent is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1c	Elect Director Antonio Carrillo	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven (Steve) Demetriou, Kimberly (Kim) Lubel, Julie Piggott and Melanie Trent is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1d	Elect Director Jeffrey A. Craig	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven (Steve) Demetriou, Kimberly (Kim) Lubel, Julie Piggott and Melanie Trent is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1e	Elect Director Steven J. Demetriou	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven (Steve) Demetriou, Kimberly (Kim) Lubel, Julie Piggott and Melanie Trent is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1f	Elect Director John W. Lindsay	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven (Steve) Demetriou, Kimberly (Kim) Lubel, Julie Piggott and Melanie Trent is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1g	Elect Director Kimberly S. Lubel	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven (Steve) Demetriou, Kimberly (Kim) Lubel, Julie Piggott and Melanie Trent is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1h	Elect Director Julie A. Piggott	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven (Steve) Demetriou, Kimberly (Kim) Lubel, Julie Piggott and Melanie Trent is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

Arcosa, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1i	Elect Director Melanie M. Trent	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven (Steve) Demetriou, Kimberly (Kim) Lubel, Julie Piggott and Melanie Trent is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.5 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Brown & Brown, Inc.

Meeting Date: 05/08/2024 **Country:** USA **Ticker:** BRO
Record Date: 03/04/2024 **Meeting Type:** Annual
Primary Security ID: 115236101

Shares Voted: 7,003

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director J. Hyatt Brown	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members H. Palmer Proctor Jr., Theodore Hoepner, Toni Jennings, Wendell Reilly, and Chilton Varner for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director J. Powell Brown	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members H. Palmer Proctor Jr., Theodore Hoepner, Toni Jennings, Wendell Reilly, and Chilton Varner for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Lawrence L. Gellerstedt, III	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members H. Palmer Proctor Jr., Theodore Hoepner, Toni Jennings, Wendell Reilly, and Chilton Varner for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director James C. Hays	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members H. Palmer Proctor Jr., Theodore Hoepner, Toni Jennings, Wendell Reilly, and Chilton Varner for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Theodore J. Hoepner	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members H. Palmer Proctor Jr., Theodore Hoepner, Toni Jennings, Wendell Reilly, and Chilton Varner for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Brown & Brown, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.6	Elect Director James S. Hunt	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members H. Palmer Proctor Jr., Theodore Hoepner, Toni Jennings, Wendell Reilly, and Chilton Varner for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Toni Jennings	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members H. Palmer Proctor Jr., Theodore Hoepner, Toni Jennings, Wendell Reilly, and Chilton Varner for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Paul J. Krump	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members H. Palmer Proctor Jr., Theodore Hoepner, Toni Jennings, Wendell Reilly, and Chilton Varner for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director Timothy R.M. Main	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members H. Palmer Proctor Jr., Theodore Hoepner, Toni Jennings, Wendell Reilly, and Chilton Varner for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.10	Elect Director Bronislaw E. Masojada	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members H. Palmer Proctor Jr., Theodore Hoepner, Toni Jennings, Wendell Reilly, and Chilton Varner for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.11	Elect Director Jaymin B. Patel	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members H. Palmer Proctor Jr., Theodore Hoepner, Toni Jennings, Wendell Reilly, and Chilton Varner for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.12	Elect Director H. Palmer Proctor, Jr.	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members H. Palmer Proctor Jr., Theodore Hoepner, Toni Jennings, Wendell Reilly, and Chilton Varner for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.13	Elect Director Wendell S. Reilly	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members H. Palmer Proctor Jr., Theodore Hoepner, Toni Jennings, Wendell Reilly, and Chilton Varner for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.14	Elect Director Kathleen A. Savio	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members H. Palmer Proctor Jr., Theodore Hoepner, Toni Jennings, Wendell Reilly, and Chilton Varner for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.15	Elect Director Chilton D. Varner	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members H. Palmer Proctor Jr., Theodore Hoepner, Toni Jennings, Wendell Reilly, and Chilton Varner for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				

Brown & Brown, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Votes AGAINST this proposal are warranted because: * The company has not disclosed any short-term and long-term E&S performance incentives; and * The company provides excise tax-gross ups in existing agreements.</i></p>					

Charles River Laboratories International, Inc.

Meeting Date: 05/08/2024 **Country:** USA **Ticker:** CRL
Record Date: 03/15/2024 **Meeting Type:** Annual
Primary Security ID: 159864107

Shares Voted: 433

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director James C. Foster	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nancy Andrews, Deborah Kochevar, George Llado Sr., and Virginia Wilson is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i></p>					
1.2	Elect Director Nancy C. Andrews	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nancy Andrews, Deborah Kochevar, George Llado Sr., and Virginia Wilson is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i></p>					
1.3	Elect Director Robert Bertolini	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nancy Andrews, Deborah Kochevar, George Llado Sr., and Virginia Wilson is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i></p>					
1.4	Elect Director Reshema Kemps-Polanco	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nancy Andrews, Deborah Kochevar, George Llado Sr., and Virginia Wilson is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i></p>					
1.5	Elect Director Deborah T. Kochevar	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nancy Andrews, Deborah Kochevar, George Llado Sr., and Virginia Wilson is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i></p>					
1.6	Elect Director George Llado, Sr.	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nancy Andrews, Deborah Kochevar, George Llado Sr., and Virginia Wilson is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i></p>					
1.7	Elect Director Martin W. Mackay	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nancy Andrews, Deborah Kochevar, George Llado Sr., and Virginia Wilson is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i></p>					

Charles River Laboratories International, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.8	Elect Director George E. Massaro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nancy Andrews, Deborah Kochevar, George Llado Sr., and Virginia Wilson is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
1.9	Elect Director Craig B. Thompson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nancy Andrews, Deborah Kochevar, George Llado Sr., and Virginia Wilson is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
1.10	Elect Director Richard F. Wallman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nancy Andrews, Deborah Kochevar, George Llado Sr., and Virginia Wilson is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
1.11	Elect Director Virginia M. Wilson	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nancy Andrews, Deborah Kochevar, George Llado Sr., and Virginia Wilson is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as CEO pay and company performance are reasonably aligned at this time. Annual incentive awards were predominantly based on objective financial measures and annual equity grants are largely performance-based.</i>				
3	Ratify PricewaterhouseCoopers LLC as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 18.78 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Report on Imported Nonhuman Primates	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted as shareholders would benefit from additional transparency about the import of NHPs and risks associated with animal welfare in the company's operations.</i>				

Columbia Banking System, Inc.

Meeting Date: 05/08/2024 **Country:** USA **Ticker:** COLB
Record Date: 03/11/2024 **Meeting Type:** Annual
Primary Security ID: 197236102

Shares Voted: 1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Cort L. O'Haver	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Finkelstein, Eric Forrest, Peggy Fowler, Luis Machuca, Maria Pope, John Schultz and Hilliard Terry III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Columbia Banking System, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1b	Elect Director Craig D. Eerkes	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Finkelstein, Eric Forrest, Peggy Fowler, Luis Machuca, Maria Pope, John Schultz and Hilliard Terry III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Mark A. Finkelstein	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Finkelstein, Eric Forrest, Peggy Fowler, Luis Machuca, Maria Pope, John Schultz and Hilliard Terry III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Eric S. Forrest	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Finkelstein, Eric Forrest, Peggy Fowler, Luis Machuca, Maria Pope, John Schultz and Hilliard Terry III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Peggy Y. Fowler	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Finkelstein, Eric Forrest, Peggy Fowler, Luis Machuca, Maria Pope, John Schultz and Hilliard Terry III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Randal L. Lund	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Finkelstein, Eric Forrest, Peggy Fowler, Luis Machuca, Maria Pope, John Schultz and Hilliard Terry III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Luis F. Machuca	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Finkelstein, Eric Forrest, Peggy Fowler, Luis Machuca, Maria Pope, John Schultz and Hilliard Terry III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director S. Mae Fujita Numata	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Finkelstein, Eric Forrest, Peggy Fowler, Luis Machuca, Maria Pope, John Schultz and Hilliard Terry III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Maria M. Pope	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Finkelstein, Eric Forrest, Peggy Fowler, Luis Machuca, Maria Pope, John Schultz and Hilliard Terry III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director John F. Schultz	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Finkelstein, Eric Forrest, Peggy Fowler, Luis Machuca, Maria Pope, John Schultz and Hilliard Terry III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Elizabeth W. Seaton	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Finkelstein, Eric Forrest, Peggy Fowler, Luis Machuca, Maria Pope, John Schultz and Hilliard Terry III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director Clint E. Stein	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Finkelstein, Eric Forrest, Peggy Fowler, Luis Machuca, Maria Pope, John Schultz and Hilliard Terry III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Columbia Banking System, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1m	Elect Director Hilliard C. Terry, III	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Finkelstein, Eric Forrest, Peggy Fowler, Luis Machuca, Maria Pope, John Schultz and Hilliard Terry III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1n	Elect Director Andria Varnado	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mark Finkelstein, Eric Forrest, Peggy Fowler, Luis Machuca, Maria Pope, John Schultz and Hilliard Terry III is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. The company made problematic payments in lieu of severance to an NEO without providing a rationale as to why the NEO would have been entitled to such severance benefits when the NEO continued employment.</i>				
3	Approve Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
4	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that: * The purchase price is reasonable; * The number of shares reserved is reasonable; and * The offer period is within the limits prescribed by Section 423 of the Internal Revenue Code.</i>				
5	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 5.44 percent of the fees paid to the auditor are for non-audit purposes.</i>				

CSX Corporation

Meeting Date: 05/08/2024 **Country:** USA **Ticker:** CSX
Record Date: 03/11/2024 **Meeting Type:** Annual
Primary Security ID: 126408103

Shares Voted: 13,275

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Donna M. Alvarado	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Zillmer, Thomas Bostick, Paul Hilal, Linda Riefler and Suzanne (Zan) Vautrinot is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Thomas P. Bostick	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Zillmer, Thomas Bostick, Paul Hilal, Linda Riefler and Suzanne (Zan) Vautrinot is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1c	Elect Director Anne H. Chow	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Zillmer, Thomas Bostick, Paul Hilal, Linda Riefler and Suzanne (Zan) Vautrinot is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Steven T. Halverson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Zillmer, Thomas Bostick, Paul Hilal, Linda Riefler and Suzanne (Zan) Vautrinot is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Paul C. Hilal	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Zillmer, Thomas Bostick, Paul Hilal, Linda Riefler and Suzanne (Zan) Vautrinot is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Joseph R. Hinrichs	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Zillmer, Thomas Bostick, Paul Hilal, Linda Riefler and Suzanne (Zan) Vautrinot is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director David M. Moffett	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Zillmer, Thomas Bostick, Paul Hilal, Linda Riefler and Suzanne (Zan) Vautrinot is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Linda H. Riefler	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Zillmer, Thomas Bostick, Paul Hilal, Linda Riefler and Suzanne (Zan) Vautrinot is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Suzanne M. Vautrinot	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Zillmer, Thomas Bostick, Paul Hilal, Linda Riefler and Suzanne (Zan) Vautrinot is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director James L. Wainscott	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Zillmer, Thomas Bostick, Paul Hilal, Linda Riefler and Suzanne (Zan) Vautrinot is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director J. Steven Whisler	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Zillmer, Thomas Bostick, Paul Hilal, Linda Riefler and Suzanne (Zan) Vautrinot is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director John J. Zillmer	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Zillmer, Thomas Bostick, Paul Hilal, Linda Riefler and Suzanne (Zan) Vautrinot is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				

CSX Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review. In addition, annual incentives were entirely determined by pre-set objective metrics, and the committee did not exercise its discretion to upwardly adjust final payouts, which has been a noted concern in previous years. In addition, the performance-based portion of the long-term incentive was increased in FY23. However, certain concerns persist around target setting under the annual incentive and the lack of disclosed forward-looking performance targets for PUs.</i></p>					
4	Establish Railroad Safety Committee	SH	Against	For	For
<p><i>Voting Policy Rationale: By establishing a dedicated Railroad Safety Committee, the company will have a centralized device to continue, ensure, and promote its Railroad Safety and risk mitigation initiatives. The adoption of this resolution will also solidify the company's commitment to prevent future incidents by monitoring staffing levels, equipment conditions, and train lengths. As such, support FOR this proposal is warranted.</i></p>					

First Solar, Inc.

Meeting Date: 05/08/2024

Country: USA

Ticker: FSLR

Record Date: 03/18/2024

Meeting Type: Annual

Primary Security ID: 336433107

Shares Voted: 8,379

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Michael J. Ahearn	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William Post, Molly Joseph, Paul Stebbins, Michael Sweeney, and Norman Wright is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.2	Elect Director Anita Marangoly George	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William Post, Molly Joseph, Paul Stebbins, Michael Sweeney, and Norman Wright is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.3	Elect Director Molly E. Joseph	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William Post, Molly Joseph, Paul Stebbins, Michael Sweeney, and Norman Wright is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.4	Elect Director Lisa A. Kro	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William Post, Molly Joseph, Paul Stebbins, Michael Sweeney, and Norman Wright is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.5	Elect Director William J. Post	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William Post, Molly Joseph, Paul Stebbins, Michael Sweeney, and Norman Wright is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.6	Elect Director Venkata "Murthy" Renduchintala	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William Post, Molly Joseph, Paul Stebbins, Michael Sweeney, and Norman Wright is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Paul H. Stebbins	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William Post, Molly Joseph, Paul Stebbins, Michael Sweeney, and Norman Wright is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Michael T. Sweeney	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William Post, Molly Joseph, Paul Stebbins, Michael Sweeney, and Norman Wright is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director Mark R. Widmar	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William Post, Molly Joseph, Paul Stebbins, Michael Sweeney, and Norman Wright is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.10	Elect Director Norman L. Wright	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William Post, Molly Joseph, Paul Stebbins, Michael Sweeney, and Norman Wright is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 19.79 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned. Despite concerns regarding the company's limited disclosure with respect to the STI and LTI programs, the short-term incentive was primarily based on pre-set metrics, and the long-term incentive was primarily performance-based with a multi-year measurement period.</i>				
4	Provide Right to Call a Special Meeting at a 25 Percent Ownership Threshold	Mgmt	For	For	For
	<i>Voting Policy Rationale: Currently, the company does not provide shareholders with the ability to call special meetings. Hence, despite restrictive language and a relatively high ownership threshold, a vote FOR this proposal is warranted as it represents an enhancement of shareholder rights.</i>				
5	Provide Right to Call a Special Meeting at a 10 Percent Ownership Threshold	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR the proposal is warranted. Though some shareholders may be concerned regarding a 13D-filer who could increase his ownership threshold to near or above 10 percent of outstanding shares, the passage of the shareholder proposal would signal support for the adoption of an ownership threshold lower than the 25 percent proposed by the board.</i>				

Meeting Date: 05/08/2024

Country: USA

Ticker: GILD

Record Date: 03/15/2024

Meeting Type: Annual

Primary Security ID: 375558103

Shares Voted: 14,547

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Jacqueline K. Barton	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Anthony (Tony) Welters, Sandra Horning and Harish Manwani is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Jeffrey A. Bluestone	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Anthony (Tony) Welters, Sandra Horning and Harish Manwani is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Sandra J. Horning	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Anthony (Tony) Welters, Sandra Horning and Harish Manwani is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Kelly A. Kramer	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Anthony (Tony) Welters, Sandra Horning and Harish Manwani is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Ted W. Love	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Anthony (Tony) Welters, Sandra Horning and Harish Manwani is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Harish M. Manwani	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Anthony (Tony) Welters, Sandra Horning and Harish Manwani is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Daniel P. O'Day	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Anthony (Tony) Welters, Sandra Horning and Harish Manwani is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Javier J. Rodriguez	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Anthony (Tony) Welters, Sandra Horning and Harish Manwani is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Anthony Welters	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Anthony (Tony) Welters, Sandra Horning and Harish Manwani is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 12.4 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time. Annual incentives are based entirely on pre-set objective measures, with robust performance disclosure for financial and non-financial metrics, and annual equity grants are targeted to be half performance conditioned.</i>				

Gilead Sciences, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i>				
5	Adopt a Policy to Include Non-Management Employees as Prospective Director Candidates	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as an employee representative director would enable more robust oversight of issues related to the company's employees and their concerns.</i>				
6	Report on Risks of Supporting Abortion	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted, as the potential risks of issuing the requested report seem to outweigh the risks associated with the company's current practices and disclosures.</i>				
7	Adopt Share Retention Policy For Senior Executives	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as the more rigorous guidelines recommended by the proponent may better address concerns about creating a strong link between the interests of top executives and long-term shareholder value.</i>				

GSK Plc

Meeting Date: 05/08/2024 **Country:** United Kingdom **Ticker:** GSK
Record Date: 05/03/2024 **Meeting Type:** Annual
Primary Security ID: G3910J179

Shares Voted: 69,586

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

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Re-elect Dame Emma Walmsley as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
7	Re-elect Julie Brown as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
8	Re-elect Elizabeth Anderson as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
9	Re-elect Charles Bancroft as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
10	Re-elect Hal Barron as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
11	Re-elect Anne Beal as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
12	Re-elect Harry Dietz as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
13	Re-elect Jesse Goodman as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
14	Re-elect Vishal Sikka as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
15	Reappoint Deloitte LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 8.1 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
16	Authorise the Audit & Risk Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 8.1 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
17	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				
18	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
19	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				

GSK Plc

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

Haleon Plc

Meeting Date: 05/08/2024 **Country:** United Kingdom **Ticker:** HLN
Record Date: 05/03/2024 **Meeting Type:** Annual
Primary Security ID: G4232K100

Shares Voted: 228,354

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>				
2	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted in absence of significant concerns.</i>				
3	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
4	Re-elect Sir Dave Lewis as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Sir David (Dave) Lewis, Manvinder (Vindi) Banga, Tracy Clarke and Deirdre Mahlan is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Re-elect Brian McNamara as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Sir David (Dave) Lewis, Manvinder (Vindi) Banga, Tracy Clarke and Deirdre Mahlan is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i></p>					
6	Re-elect Tobias Hestler as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Sir David (Dave) Lewis, Manvinder (Vindi) Banga, Tracy Clarke and Deirdre Mahlan is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i></p>					
7	Re-elect Vindi Banga as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Sir David (Dave) Lewis, Manvinder (Vindi) Banga, Tracy Clarke and Deirdre Mahlan is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i></p>					
8	Re-elect Marie-Anne Aymerich as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Sir David (Dave) Lewis, Manvinder (Vindi) Banga, Tracy Clarke and Deirdre Mahlan is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i></p>					
9	Re-elect Tracy Clarke as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Sir David (Dave) Lewis, Manvinder (Vindi) Banga, Tracy Clarke and Deirdre Mahlan is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i></p>					
10	Re-elect Dame Vivienne Cox as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Sir David (Dave) Lewis, Manvinder (Vindi) Banga, Tracy Clarke and Deirdre Mahlan is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i></p>					
11	Re-elect Asmita Dubey as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Sir David (Dave) Lewis, Manvinder (Vindi) Banga, Tracy Clarke and Deirdre Mahlan is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i></p>					
12	Re-elect Deirdre Mahlan as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Sir David (Dave) Lewis, Manvinder (Vindi) Banga, Tracy Clarke and Deirdre Mahlan is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i></p>					
13	Re-elect David Denton as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Sir David (Dave) Lewis, Manvinder (Vindi) Banga, Tracy Clarke and Deirdre Mahlan is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i></p>					
14	Re-elect Bryan Supran as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Sir David (Dave) Lewis, Manvinder (Vindi) Banga, Tracy Clarke and Deirdre Mahlan is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i></p>					

Haleon Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
15	Reappoint KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
16	Authorise the Audit & Risk Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
17	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				
18	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
19	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
20	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
21	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>				
22	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				
23	Authorise Off-Market Purchase of Ordinary Shares from Pfizer	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted in absence of material concerns.</i>				

Intact Financial Corporation

Meeting Date: 05/08/2024

Country: Canada

Ticker: IFC

Record Date: 03/15/2024

Meeting Type: Annual

Primary Security ID: 45823T106

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Charles Brindamour	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Stephani Kingsmill, Jane Kinney, Indira Samarasekera, and Frederick Singer for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.2	Elect Director Emmanuel Clarke	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Stephani Kingsmill, Jane Kinney, Indira Samarasekera, and Frederick Singer for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.3	Elect Director Janet De Silva	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Stephani Kingsmill, Jane Kinney, Indira Samarasekera, and Frederick Singer for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.4	Elect Director Michael Katchen	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Stephani Kingsmill, Jane Kinney, Indira Samarasekera, and Frederick Singer for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.5	Elect Director Stephani Kingsmill	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Stephani Kingsmill, Jane Kinney, Indira Samarasekera, and Frederick Singer for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.6	Elect Director Jane E. Kinney	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Stephani Kingsmill, Jane Kinney, Indira Samarasekera, and Frederick Singer for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.7	Elect Director Robert G. Leary	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Stephani Kingsmill, Jane Kinney, Indira Samarasekera, and Frederick Singer for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.8	Elect Director Sylvie Paquette	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Stephani Kingsmill, Jane Kinney, Indira Samarasekera, and Frederick Singer for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.9	Elect Director Stuart J. Russell	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Stephani Kingsmill, Jane Kinney, Indira Samarasekera, and Frederick Singer for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.10	Elect Director Indira V. Samarasekera	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Stephani Kingsmill, Jane Kinney, Indira Samarasekera, and Frederick Singer for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.11	Elect Director Frederick Singer	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Stephani Kingsmill, Jane Kinney, Indira Samarasekera, and Frederick Singer for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.12	Elect Director Carolyn A. Wilkins	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Stephani Kingsmill, Jane Kinney, Indira Samarasekera, and Frederick Singer for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.13	Elect Director William L. Young	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Stephani Kingsmill, Jane Kinney, Indira Samarasekera, and Frederick Singer for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				

Intact Financial Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one of the total audit fees paid to the auditor are attributable to non-audit fees.</i>				
3	Re-approve Stock Option Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Score Card evaluation (EPSC), vote FOR this stock option plan.</i>				
4	Advisory Vote on Executive Compensation Approach	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR this non-binding advisory vote as there are no significant issues at this time.</i>				

Lonza Group AG

Meeting Date: 05/08/2024 **Country:** Switzerland **Ticker:** LONN
Record Date: 04/23/2024 **Meeting Type:** Annual
Primary Security ID: H50524133

Shares Voted: 424

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the annual accounts, annual report, and auditor's report for the fiscal year in review is warranted.</i>				
2	Approve Non-Financial Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the approval of the company's non-financial report is warranted due to a lack of significant concerns.</i>				
3	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the remuneration report is warranted because the company's remuneration practices are in line with market practice and pay and performance appear reasonably aligned at this time. However, some monitoring of pay outcomes may be warranted given the leadership change to occur later in 2024.</i>				
4	Approve Discharge of Board and Senior Management	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the formal discharge of the board of directors and senior management is warranted, as there is no evidence that the board and senior management have not fulfilled their fiduciary duties.</i>				
5	Approve Allocation of Income and Dividends of CHF 4.00 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i>				
6.1.1	Reelect Marion Helmes as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Elect Directors: Items 6.1.1-6.2 A vote AGAINST incumbent nomination committee members Christoph Maeder, Angelica Kohlmann and Juergen Steinemann is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted. Elect Board Chair: Item 6.3 A vote FOR Jean-Marc Huet as Board Chair is warranted at this time. Nomination and Compensation Committee Elections: Items 6.4.1-6.4.3 A vote AGAINST Christoph Maeder, Angelica Kohlmann and Juergen Steinemann is warranted as their elections to the board do not warrant support.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6.1.2	Reelect Angelica Kohlmann as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Elect Directors: Items 6.1.1-6.2 A vote AGAINST incumbent nomination committee members Christoph Maeder, Angelica Kohlmann and Juergen Steinemann is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted. Elect Board Chair: Item 6.3 A vote FOR Jean-Marc Huet as Board Chair is warranted at this time. Nomination and Compensation Committee Elections: Items 6.4.1-6.4.3 A vote AGAINST Christoph Maeder, Angelica Kohlmann and Juergen Steinemann is warranted as their elections to the board do not warrant support.</i></p>					
6.1.3	Reelect Christoph Maeder as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Elect Directors: Items 6.1.1-6.2 A vote AGAINST incumbent nomination committee members Christoph Maeder, Angelica Kohlmann and Juergen Steinemann is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted. Elect Board Chair: Item 6.3 A vote FOR Jean-Marc Huet as Board Chair is warranted at this time. Nomination and Compensation Committee Elections: Items 6.4.1-6.4.3 A vote AGAINST Christoph Maeder, Angelica Kohlmann and Juergen Steinemann is warranted as their elections to the board do not warrant support.</i></p>					
6.1.4	Reelect Roger Nitsch as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Elect Directors: Items 6.1.1-6.2 A vote AGAINST incumbent nomination committee members Christoph Maeder, Angelica Kohlmann and Juergen Steinemann is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted. Elect Board Chair: Item 6.3 A vote FOR Jean-Marc Huet as Board Chair is warranted at this time. Nomination and Compensation Committee Elections: Items 6.4.1-6.4.3 A vote AGAINST Christoph Maeder, Angelica Kohlmann and Juergen Steinemann is warranted as their elections to the board do not warrant support.</i></p>					
6.1.5	Reelect Barbara Richmond as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Elect Directors: Items 6.1.1-6.2 A vote AGAINST incumbent nomination committee members Christoph Maeder, Angelica Kohlmann and Juergen Steinemann is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted. Elect Board Chair: Item 6.3 A vote FOR Jean-Marc Huet as Board Chair is warranted at this time. Nomination and Compensation Committee Elections: Items 6.4.1-6.4.3 A vote AGAINST Christoph Maeder, Angelica Kohlmann and Juergen Steinemann is warranted as their elections to the board do not warrant support.</i></p>					
6.1.6	Reelect Juergen Steinemann as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Elect Directors: Items 6.1.1-6.2 A vote AGAINST incumbent nomination committee members Christoph Maeder, Angelica Kohlmann and Juergen Steinemann is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted. Elect Board Chair: Item 6.3 A vote FOR Jean-Marc Huet as Board Chair is warranted at this time. Nomination and Compensation Committee Elections: Items 6.4.1-6.4.3 A vote AGAINST Christoph Maeder, Angelica Kohlmann and Juergen Steinemann is warranted as their elections to the board do not warrant support.</i></p>					
6.1.7	Reelect Olivier Verscheure as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Elect Directors: Items 6.1.1-6.2 A vote AGAINST incumbent nomination committee members Christoph Maeder, Angelica Kohlmann and Juergen Steinemann is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted. Elect Board Chair: Item 6.3 A vote FOR Jean-Marc Huet as Board Chair is warranted at this time. Nomination and Compensation Committee Elections: Items 6.4.1-6.4.3 A vote AGAINST Christoph Maeder, Angelica Kohlmann and Juergen Steinemann is warranted as their elections to the board do not warrant support.</i></p>					
6.2	Elect Jean-Marc Huet as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Elect Directors: Items 6.1.1-6.2 A vote AGAINST incumbent nomination committee members Christoph Maeder, Angelica Kohlmann and Juergen Steinemann is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted. Elect Board Chair: Item 6.3 A vote FOR Jean-Marc Huet as Board Chair is warranted at this time. Nomination and Compensation Committee Elections: Items 6.4.1-6.4.3 A vote AGAINST Christoph Maeder, Angelica Kohlmann and Juergen Steinemann is warranted as their elections to the board do not warrant support.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6.3	Elect Jean-Marc Huet as Board Chair	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Elect Directors: Items 6.1.1-6.2 A vote AGAINST incumbent nomination committee members Christoph Maeder, Angelica Kohlmann and Juergen Steinemann is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted. Elect Board Chair: Item 6.3 A vote FOR Jean-Marc Huet as Board Chair is warranted at this time. Nomination and Compensation Committee Elections: Items 6.4.1-6.4.3 A vote AGAINST Christoph Maeder, Angelica Kohlmann and Juergen Steinemann is warranted as their elections to the board do not warrant support.</i></p>					
6.4.1	Reappoint Angelica Kohlmann as Member of the Nomination and Compensation Committee	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Elect Directors: Items 6.1.1-6.2 A vote AGAINST incumbent nomination committee members Christoph Maeder, Angelica Kohlmann and Juergen Steinemann is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted. Elect Board Chair: Item 6.3 A vote FOR Jean-Marc Huet as Board Chair is warranted at this time. Nomination and Compensation Committee Elections: Items 6.4.1-6.4.3 A vote AGAINST Christoph Maeder, Angelica Kohlmann and Juergen Steinemann is warranted as their elections to the board do not warrant support.</i></p>					
6.4.2	Reappoint Christoph Maeder as Member of the Nomination and Compensation Committee	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Elect Directors: Items 6.1.1-6.2 A vote AGAINST incumbent nomination committee members Christoph Maeder, Angelica Kohlmann and Juergen Steinemann is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted. Elect Board Chair: Item 6.3 A vote FOR Jean-Marc Huet as Board Chair is warranted at this time. Nomination and Compensation Committee Elections: Items 6.4.1-6.4.3 A vote AGAINST Christoph Maeder, Angelica Kohlmann and Juergen Steinemann is warranted as their elections to the board do not warrant support.</i></p>					
6.4.3	Reappoint Juergen Steinemann as Member of the Nomination and Compensation Committee	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Elect Directors: Items 6.1.1-6.2 A vote AGAINST incumbent nomination committee members Christoph Maeder, Angelica Kohlmann and Juergen Steinemann is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted. Elect Board Chair: Item 6.3 A vote FOR Jean-Marc Huet as Board Chair is warranted at this time. Nomination and Compensation Committee Elections: Items 6.4.1-6.4.3 A vote AGAINST Christoph Maeder, Angelica Kohlmann and Juergen Steinemann is warranted as their elections to the board do not warrant support.</i></p>					
7	Ratify Deloitte AG as Auditors for Fiscal Year 2025	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i></p>					
8	Designate ThomannFischer as Independent Proxy	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concerns.</i></p>					
9	Approve Remuneration of Directors in the Amount of CHF 3 Million	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount is in line with market practice.</i></p>					
10.1	Approve Variable Short-Term Remuneration of Executive Committee in the Amount of CHF 4.3 Million	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Item 10.1 A vote FOR this item is warranted because the proposal appears to be in line with market practice and does not raise significant concerns. Item 10.2 A cautious vote FOR this item is warranted because the increased request does not appear excessive and is supported by a detailed rationale from the board.</i></p>					

Lonza Group AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10.2	Approve Fixed and Variable Long-Term Remuneration of Executive Committee in the Amount of CHF 27.7 Million	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Item 10.1 A vote FOR this item is warranted because the proposal appears to be in line with market practice and does not raise significant concerns. Item 10.2 A cautious vote FOR this item is warranted because the increased request does not appear excessive and is supported by a detailed rationale from the board.</i></p>					
11	Transact Other Business (Voting)	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST is warranted because: * This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and * The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.</i></p>					

MTU Aero Engines AG

Meeting Date: 05/08/2024 **Country:** Germany **Ticker:** MTX
Record Date: 04/30/2024 **Meeting Type:** Annual
Primary Security ID: D5565H104

Shares Voted: 2,907

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt			
<p><i>Voting Policy Rationale: This is a non-voting item.</i></p>					
2	Approve Allocation of Income and Dividends of EUR 2.00 per Share	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i></p>					
3	Approve Discharge of Management Board for Fiscal Year 2023	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i></p>					
4	Approve Discharge of Supervisory Board for Fiscal Year 2023	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i></p>					
5	Ratify KPMG AG as Auditors for Fiscal Year 2024	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted because of a lack of concerns.</i></p>					
6	Ratify KPMG AG as Auditor for the Sustainability Reporting for Fiscal Year 2024	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted because of a lack of concerns.</i></p>					

MTU Aero Engines AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Elect Johannes Bussmann to the Supervisory Board	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the proposed nominee is warranted due to a lack of governance concerns and controversy surrounding the supervisory board.</i></p>					
8	Approve Remuneration Policy	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this resolution is warranted because: * The proposed policy contains significant scope for the award of discretionary payments via extraordinary bonuses (which is in addition to a +/-20 percent modifier already built into the STI payouts). * The increases to caps on total remuneration can be considered excessive, particularly in the absence of a compelling rationale or details on peer benchmarking. * We also note that 40 percent of the LTI is subject to rTSR, where underperformance of up to 25 percent against the competitor group may still result in payouts, which some shareholders may consider insufficiently challenging.</i></p>					
9	Approve Remuneration Report	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted because the company's remuneration report is broadly in line with best practice standards in Germany and no significant concerns were identified.</i></p>					
10	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the proposed share repurchase program is warranted because this is a standard request in Germany.</i></p>					

Novanta Inc.

Meeting Date: 05/08/2024

Country: Canada

Ticker: NOV7

Record Date: 03/25/2024

Meeting Type: Annual

Primary Security ID: 67000B104

Shares Voted: 735

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1A	Elect Director Lonny J. Carpenter	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes for incumbent Nominating Committee members Lonny Carpenter, Barbara Hulit, Maxine Mauricio and Thomas Secor are warranted for lack of diversity on the board. A vote FOR the director nominees is warranted.</i></p>					
1B	Elect Director Matthijs Glastra	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes for incumbent Nominating Committee members Lonny Carpenter, Barbara Hulit, Maxine Mauricio and Thomas Secor are warranted for lack of diversity on the board. A vote FOR the director nominees is warranted.</i></p>					
1C	Elect Director Barbara B. Hulit	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes for incumbent Nominating Committee members Lonny Carpenter, Barbara Hulit, Maxine Mauricio and Thomas Secor are warranted for lack of diversity on the board. A vote FOR the director nominees is warranted.</i></p>					
1D	Elect Director R. Matthew Johnson	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes for incumbent Nominating Committee members Lonny Carpenter, Barbara Hulit, Maxine Mauricio and Thomas Secor are warranted for lack of diversity on the board. A vote FOR the director nominees is warranted.</i></p>					

Novanta Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1E	Elect Director Maxine L. Mauricio	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes for incumbent Nominating Committee members Lonny Carpenter, Barbara Hulit, Maxine Mauricio and Thomas Secor are warranted for lack of diversity on the board. A vote FOR the director nominees is warranted.</i></p>					
1F	Elect Director Katherine A. Owen	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes for incumbent Nominating Committee members Lonny Carpenter, Barbara Hulit, Maxine Mauricio and Thomas Secor are warranted for lack of diversity on the board. A vote FOR the director nominees is warranted.</i></p>					
1G	Elect Director Thomas N. Secor	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes for incumbent Nominating Committee members Lonny Carpenter, Barbara Hulit, Maxine Mauricio and Thomas Secor are warranted for lack of diversity on the board. A vote FOR the director nominees is warranted.</i></p>					
1H	Elect Director Darlene J.S. Solomon	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes for incumbent Nominating Committee members Lonny Carpenter, Barbara Hulit, Maxine Mauricio and Thomas Secor are warranted for lack of diversity on the board. A vote FOR the director nominees is warranted.</i></p>					
1I	Elect Director Frank A. Wilson	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes for incumbent Nominating Committee members Lonny Carpenter, Barbara Hulit, Maxine Mauricio and Thomas Secor are warranted for lack of diversity on the board. A vote FOR the director nominees is warranted.</i></p>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i></p>					
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.</i></p>					

Rentokil Initial Plc

Meeting Date: 05/08/2024 **Country:** United Kingdom **Ticker:** RTO
Record Date: 05/03/2024 **Meeting Type:** Annual
Primary Security ID: G7494G105

Shares Voted: 26,997

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i></p>					

Rentokil Initial Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the remuneration report is considered warranted, although it is not without concern because: * The Company is proposing to increase the EDs' base salaries by 12% in FY2024. The main reason for support is: * The material increases in the EDs' base salaries are to reflect the increased size and complexity of their roles since the Company's acquisition of Terminix in October 2022 and the ensuing integration of the business into the Company.</i>				
3	Approve Remuneration Policy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the remuneration policy is considered warranted, although it is not without concern because: * The Company is proposing to increase the annual bonus opportunity from 180% to 225% of base salary. This is to be viewed alongside the proposed 12% increase to the base salaries of the EDs for FY2024. The main reasons for support are: * Like the proposed increase to ED base salaries, the Company's explanation that this reflects the increased size and complexity of the business in the aftermath of the Terminix acquisition, is acknowledged. * The positive shareholder experience, as a result of the Company's performance in recent years, somewhat mitigates the proposed increase in remuneration opportunity.</i>				
4	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
5	Re-elect David Frear as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Richard Solomons, John Pettigrew, David Frear, Sally Johnson, Sarosh Mistry, Catherine (Cathy) Turner and Linda Yueh is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
6	Re-elect Stuart Ingall-Tombs as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Richard Solomons, John Pettigrew, David Frear, Sally Johnson, Sarosh Mistry, Catherine (Cathy) Turner and Linda Yueh is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
7	Re-elect Sally Johnson as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Richard Solomons, John Pettigrew, David Frear, Sally Johnson, Sarosh Mistry, Catherine (Cathy) Turner and Linda Yueh is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
8	Re-elect Sarosh Mistry as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Richard Solomons, John Pettigrew, David Frear, Sally Johnson, Sarosh Mistry, Catherine (Cathy) Turner and Linda Yueh is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
9	Re-elect John Pettigrew as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Richard Solomons, John Pettigrew, David Frear, Sally Johnson, Sarosh Mistry, Catherine (Cathy) Turner and Linda Yueh is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
10	Re-elect Andy Ransom as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Richard Solomons, John Pettigrew, David Frear, Sally Johnson, Sarosh Mistry, Catherine (Cathy) Turner and Linda Yueh is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
11	Re-elect Richard Solomons as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Richard Solomons, John Pettigrew, David Frear, Sally Johnson, Sarosh Mistry, Catherine (Cathy) Turner and Linda Yueh is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Rentokil Initial Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
12	Re-elect Cathy Turner as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Richard Solomons, John Pettigrew, David Frear, Sally Johnson, Sarosh Mistry, Catherine (Cathy) Turner and Linda Yueh is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
13	Re-elect Linda Yueh as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Richard Solomons, John Pettigrew, David Frear, Sally Johnson, Sarosh Mistry, Catherine (Cathy) Turner and Linda Yueh is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
14	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
15	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
16	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				
17	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
18	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
19	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
20	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				
21	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>				

Simon Property Group, Inc.

Meeting Date: 05/08/2024

Country: USA

Ticker: SPG

Record Date: 03/11/2024

Meeting Type: Annual

Primary Security ID: 828806109

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1A	Elect Director Glyn F. Aeppel	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry Glasscock, Glyn Aeppel, Allan Hubbard, Gary Rodkin, and Fang (Peggy) Roe is warranted for lack of diversity on the board. A vote AGAINST governance committee members Larry Glasscock, Glyn Aeppel, Allan Hubbard, Gary Rodkin, and Fang (Peggy) Roe is further warranted due to the company maintaining a multi-class share structure with disparate director election rights, which is not subject to reasonable time-based sunset. A vote FOR the remaining director nominees is warranted.</i>				
1B	Elect Director Larry C. Glasscock	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry Glasscock, Glyn Aeppel, Allan Hubbard, Gary Rodkin, and Fang (Peggy) Roe is warranted for lack of diversity on the board. A vote AGAINST governance committee members Larry Glasscock, Glyn Aeppel, Allan Hubbard, Gary Rodkin, and Fang (Peggy) Roe is further warranted due to the company maintaining a multi-class share structure with disparate director election rights, which is not subject to reasonable time-based sunset. A vote FOR the remaining director nominees is warranted.</i>				
1C	Elect Director Allan Hubbard	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry Glasscock, Glyn Aeppel, Allan Hubbard, Gary Rodkin, and Fang (Peggy) Roe is warranted for lack of diversity on the board. A vote AGAINST governance committee members Larry Glasscock, Glyn Aeppel, Allan Hubbard, Gary Rodkin, and Fang (Peggy) Roe is further warranted due to the company maintaining a multi-class share structure with disparate director election rights, which is not subject to reasonable time-based sunset. A vote FOR the remaining director nominees is warranted.</i>				
1D	Elect Director Nina P. Jones	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry Glasscock, Glyn Aeppel, Allan Hubbard, Gary Rodkin, and Fang (Peggy) Roe is warranted for lack of diversity on the board. A vote AGAINST governance committee members Larry Glasscock, Glyn Aeppel, Allan Hubbard, Gary Rodkin, and Fang (Peggy) Roe is further warranted due to the company maintaining a multi-class share structure with disparate director election rights, which is not subject to reasonable time-based sunset. A vote FOR the remaining director nominees is warranted.</i>				
1E	Elect Director Reuben S. Leibowitz	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry Glasscock, Glyn Aeppel, Allan Hubbard, Gary Rodkin, and Fang (Peggy) Roe is warranted for lack of diversity on the board. A vote AGAINST governance committee members Larry Glasscock, Glyn Aeppel, Allan Hubbard, Gary Rodkin, and Fang (Peggy) Roe is further warranted due to the company maintaining a multi-class share structure with disparate director election rights, which is not subject to reasonable time-based sunset. A vote FOR the remaining director nominees is warranted.</i>				
1F	Elect Director Randall J. Lewis	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry Glasscock, Glyn Aeppel, Allan Hubbard, Gary Rodkin, and Fang (Peggy) Roe is warranted for lack of diversity on the board. A vote AGAINST governance committee members Larry Glasscock, Glyn Aeppel, Allan Hubbard, Gary Rodkin, and Fang (Peggy) Roe is further warranted due to the company maintaining a multi-class share structure with disparate director election rights, which is not subject to reasonable time-based sunset. A vote FOR the remaining director nominees is warranted.</i>				
1G	Elect Director Gary M. Rodkin	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry Glasscock, Glyn Aeppel, Allan Hubbard, Gary Rodkin, and Fang (Peggy) Roe is warranted for lack of diversity on the board. A vote AGAINST governance committee members Larry Glasscock, Glyn Aeppel, Allan Hubbard, Gary Rodkin, and Fang (Peggy) Roe is further warranted due to the company maintaining a multi-class share structure with disparate director election rights, which is not subject to reasonable time-based sunset. A vote FOR the remaining director nominees is warranted.</i>				
1H	Elect Director Peggy Fang Roe	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry Glasscock, Glyn Aeppel, Allan Hubbard, Gary Rodkin, and Fang (Peggy) Roe is warranted for lack of diversity on the board. A vote AGAINST governance committee members Larry Glasscock, Glyn Aeppel, Allan Hubbard, Gary Rodkin, and Fang (Peggy) Roe is further warranted due to the company maintaining a multi-class share structure with disparate director election rights, which is not subject to reasonable time-based sunset. A vote FOR the remaining director nominees is warranted.</i>				

Simon Property Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1I	Elect Director Stefan M. Selig	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry Glasscock, Glyn Aepfel, Allan Hubbard, Gary Rodkin, and Fang (Peggy) Roe is warranted for lack of diversity on the board. A vote AGAINST governance committee members Larry Glasscock, Glyn Aepfel, Allan Hubbard, Gary Rodkin, and Fang (Peggy) Roe is further warranted due to the company maintaining a multi-class share structure with disparate director election rights, which is not subject to reasonable time-based sunset. A vote FOR the remaining director nominees is warranted.</i>				
1J	Elect Director Daniel C. Smith	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry Glasscock, Glyn Aepfel, Allan Hubbard, Gary Rodkin, and Fang (Peggy) Roe is warranted for lack of diversity on the board. A vote AGAINST governance committee members Larry Glasscock, Glyn Aepfel, Allan Hubbard, Gary Rodkin, and Fang (Peggy) Roe is further warranted due to the company maintaining a multi-class share structure with disparate director election rights, which is not subject to reasonable time-based sunset. A vote FOR the remaining director nominees is warranted.</i>				
1K	Elect Director Marta R. Stewart	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry Glasscock, Glyn Aepfel, Allan Hubbard, Gary Rodkin, and Fang (Peggy) Roe is warranted for lack of diversity on the board. A vote AGAINST governance committee members Larry Glasscock, Glyn Aepfel, Allan Hubbard, Gary Rodkin, and Fang (Peggy) Roe is further warranted due to the company maintaining a multi-class share structure with disparate director election rights, which is not subject to reasonable time-based sunset. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. The compensation committee demonstrated sufficient responsiveness to last year's low vote result. Further, pay and performance are reasonably aligned, and although some concern remains with the level of subjective assessment in determining NEOs' annual bonus payouts, incentives are primarily performance-based.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.50 percent of the fees paid to the auditor are for non-audit purposes.</i>				

The Swatch Group AG

Meeting Date: 05/08/2024 **Country:** Switzerland **Ticker:** UHR
Record Date: 04/18/2024 **Meeting Type:** Annual
Primary Security ID: H83949141

Shares Voted: 1,593

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Meeting for Holders of Registered Shares Accept Financial Statements and Statutory Reports; Approve Sustainability Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the approval of the annual report and non-financial report is warranted due to a lack of significant concerns. Nevertheless, some shareholders may be concerned by the fact that approval of the non-financial report has been sought together with the annual report, and not as a standalone voting item.</i>				

The Swatch Group AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Discharge of Board and Senior Management	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the formal discharge of the board of directors and senior management is warranted, as there is no evidence that the board and senior management have not fulfilled their fiduciary duties.</i>				
3	Approve Allocation of Income and Dividends of CHF 1.30 per Registered Share and CHF 6.50 per Bearer Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i>				
4.1.1	Approve Fixed Remuneration of Non-Executive Directors in the Amount of CHF 1.2 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount is in line with market practice.</i>				
4.1.2	Approve Fixed Remuneration of Executive Directors in the Amount of CHF 2.9 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: Fixed compensation (Items 4.1.2 and 4.2) Votes FOR these items are warranted because the proposals appear to be broadly in line with market practice and do not raise significant concerns. Variable compensation (Items 4.3 and 4.4) Votes AGAINST these items are warranted because: * There are a range of concerns regarding the company's variable remuneration practices. * The compensation report provides insufficient ex-post transparency to explain variable outcomes. * Because the company has not provided shareholders with a separate vote on the remuneration report, these are the most appropriate items for expressing a view on the company's variable remuneration practices.</i>				
4.2	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 5.4 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: Fixed compensation (Items 4.1.2 and 4.2) Votes FOR these items are warranted because the proposals appear to be broadly in line with market practice and do not raise significant concerns. Variable compensation (Items 4.3 and 4.4) Votes AGAINST these items are warranted because: * There are a range of concerns regarding the company's variable remuneration practices. * The compensation report provides insufficient ex-post transparency to explain variable outcomes. * Because the company has not provided shareholders with a separate vote on the remuneration report, these are the most appropriate items for expressing a view on the company's variable remuneration practices.</i>				
4.3	Approve Variable Remuneration of Executive Directors in the Amount of CHF 7.5 Million	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Fixed compensation (Items 4.1.2 and 4.2) Votes FOR these items are warranted because the proposals appear to be broadly in line with market practice and do not raise significant concerns. Variable compensation (Items 4.3 and 4.4) Votes AGAINST these items are warranted because: * There are a range of concerns regarding the company's variable remuneration practices. * The compensation report provides insufficient ex-post transparency to explain variable outcomes. * Because the company has not provided shareholders with a separate vote on the remuneration report, these are the most appropriate items for expressing a view on the company's variable remuneration practices.</i>				
4.4	Approve Variable Remuneration of Executive Committee in the Amount of CHF 14.7 Million	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Fixed compensation (Items 4.1.2 and 4.2) Votes FOR these items are warranted because the proposals appear to be broadly in line with market practice and do not raise significant concerns. Variable compensation (Items 4.3 and 4.4) Votes AGAINST these items are warranted because: * There are a range of concerns regarding the company's variable remuneration practices. * The compensation report provides insufficient ex-post transparency to explain variable outcomes. * Because the company has not provided shareholders with a separate vote on the remuneration report, these are the most appropriate items for expressing a view on the company's variable remuneration practices.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5.1	Reelect Nayla Hayek as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Board elections (Items 5.1 – 5.7) Votes AGAINST incumbent nominees Nayla Hayek, Georges (Nick) Hayek Jr., Daniela Aeschlimann, Claude Nicollier, Jean-Pierre Roth and Ernst Tanner are warranted for lack of diversity on the board. Votes AGAINST non-independent nominees (excluding the CEO) Nayla Hayek, Nick Hayek, Ernst Tanner, Daniela Aeschlimann, Claude Nicollier, and Jean-Pierre Roth are further warranted because of the failure to establish a sufficiently independent board. Votes AGAINST non-independent audit committee members Ernst Tanner, Daniela Aeschlimann, Claude Nicollier, Jean-Pierre Roth, Nayla Hayek, Marc Hayek, and Nick Hayek are also warranted due to the failure to establish a majority-independent committee. Votes AGAINST executive audit committee members Nayla Hayek (committee chair), Marc Hayek, and CEO Nick Hayek are additionally warranted because their membership is a breach of market best practice. Votes AGAINST Nayla Hayek, Nick Hayek, Marc Hayek, and Daniela Aeschlimann are further warranted because they are beneficiaries of the company's unequal voting structure. Board chair election (Item 5.8) A vote AGAINST Nayla Hayek as board chair is warranted because her election to the board does not warrant support. Committee elections (Items 6.1 – 6.7) Votes AGAINST non-independent nominee Ernst Tanner, Daniela Aeschlimann, Claude Nicollier, Jean-Pierre Roth, Nayla Hayek, Marc Hayek, and Nick Hayek are warranted because of the failure to establish a majority-independent committee. Votes AGAINST executive nominees Nayla Hayek, Marc Hayek, and Nick Hayek are further warranted because their membership is a breach of market best practice. Votes AGAINST all nominees are additionally warranted because their elections to the board do not warrant support.</i></p>					
5.2	Reelect Ernst Tanner as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Board elections (Items 5.1 – 5.7) Votes AGAINST incumbent nominees Nayla Hayek, Georges (Nick) Hayek Jr., Daniela Aeschlimann, Claude Nicollier, Jean-Pierre Roth and Ernst Tanner are warranted for lack of diversity on the board. Votes AGAINST non-independent nominees (excluding the CEO) Nayla Hayek, Nick Hayek, Ernst Tanner, Daniela Aeschlimann, Claude Nicollier, and Jean-Pierre Roth are further warranted because of the failure to establish a sufficiently independent board. Votes AGAINST non-independent audit committee members Ernst Tanner, Daniela Aeschlimann, Claude Nicollier, Jean-Pierre Roth, Nayla Hayek, Marc Hayek, and Nick Hayek are also warranted due to the failure to establish a majority-independent committee. Votes AGAINST executive audit committee members Nayla Hayek (committee chair), Marc Hayek, and CEO Nick Hayek are additionally warranted because their membership is a breach of market best practice. Votes AGAINST Nayla Hayek, Nick Hayek, Marc Hayek, and Daniela Aeschlimann are further warranted because they are beneficiaries of the company's unequal voting structure. Board chair election (Item 5.8) A vote AGAINST Nayla Hayek as board chair is warranted because her election to the board does not warrant support. Committee elections (Items 6.1 – 6.7) Votes AGAINST non-independent nominee Ernst Tanner, Daniela Aeschlimann, Claude Nicollier, Jean-Pierre Roth, Nayla Hayek, Marc Hayek, and Nick Hayek are warranted because of the failure to establish a majority-independent committee. Votes AGAINST executive nominees Nayla Hayek, Marc Hayek, and Nick Hayek are further warranted because their membership is a breach of market best practice. Votes AGAINST all nominees are additionally warranted because their elections to the board do not warrant support.</i></p>					
5.3	Reelect Daniela Aeschlimann as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Board elections (Items 5.1 – 5.7) Votes AGAINST incumbent nominees Nayla Hayek, Georges (Nick) Hayek Jr., Daniela Aeschlimann, Claude Nicollier, Jean-Pierre Roth and Ernst Tanner are warranted for lack of diversity on the board. Votes AGAINST non-independent nominees (excluding the CEO) Nayla Hayek, Nick Hayek, Ernst Tanner, Daniela Aeschlimann, Claude Nicollier, and Jean-Pierre Roth are further warranted because of the failure to establish a sufficiently independent board. Votes AGAINST non-independent audit committee members Ernst Tanner, Daniela Aeschlimann, Claude Nicollier, Jean-Pierre Roth, Nayla Hayek, Marc Hayek, and Nick Hayek are also warranted due to the failure to establish a majority-independent committee. Votes AGAINST executive audit committee members Nayla Hayek (committee chair), Marc Hayek, and CEO Nick Hayek are additionally warranted because their membership is a breach of market best practice. Votes AGAINST Nayla Hayek, Nick Hayek, Marc Hayek, and Daniela Aeschlimann are further warranted because they are beneficiaries of the company's unequal voting structure. Board chair election (Item 5.8) A vote AGAINST Nayla Hayek as board chair is warranted because her election to the board does not warrant support. Committee elections (Items 6.1 – 6.7) Votes AGAINST non-independent nominee Ernst Tanner, Daniela Aeschlimann, Claude Nicollier, Jean-Pierre Roth, Nayla Hayek, Marc Hayek, and Nick Hayek are warranted because of the failure to establish a majority-independent committee. Votes AGAINST executive nominees Nayla Hayek, Marc Hayek, and Nick Hayek are further warranted because their membership is a breach of market best practice. Votes AGAINST all nominees are additionally warranted because their elections to the board do not warrant support.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5.4	Reelect Georges Hayek as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Board elections (Items 5.1 – 5.7) Votes AGAINST incumbent nominees Nayla Hayek, Georges (Nick) Hayek Jr., Daniela Aeschlimann, Claude Nicollier, Jean-Pierre Roth and Ernst Tanner are warranted for lack of diversity on the board. Votes AGAINST non-independent nominees (excluding the CEO) Nayla Hayek, Nick Hayek, Ernst Tanner, Daniela Aeschlimann, Claude Nicollier, and Jean-Pierre Roth are further warranted because of the failure to establish a sufficiently independent board. Votes AGAINST non-independent audit committee members Ernst Tanner, Daniela Aeschlimann, Claude Nicollier, Jean-Pierre Roth, Nayla Hayek, Marc Hayek, and Nick Hayek are also warranted due to the failure to establish a majority-independent committee. Votes AGAINST executive audit committee members Nayla Hayek (committee chair), Marc Hayek, and CEO Nick Hayek are additionally warranted because their membership is a breach of market best practice. Votes AGAINST Nayla Hayek, Nick Hayek, Marc Hayek, and Daniela Aeschlimann are further warranted because they are beneficiaries of the company's unequal voting structure. Board chair election (Item 5.8) A vote AGAINST Nayla Hayek as board chair is warranted because her election to the board does not warrant support. Committee elections (Items 6.1 – 6.7) Votes AGAINST non-independent nominee Ernst Tanner, Daniela Aeschlimann, Claude Nicollier, Jean-Pierre Roth, Nayla Hayek, Marc Hayek, and Nick Hayek are warranted because of the failure to establish a majority-independent committee. Votes AGAINST executive nominees Nayla Hayek, Marc Hayek, and Nick Hayek are further warranted because their membership is a breach of market best practice. Votes AGAINST all nominees are additionally warranted because their elections to the board do not warrant support.</i></p>					
5.5	Reelect Claude Nicollier as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Board elections (Items 5.1 – 5.7) Votes AGAINST incumbent nominees Nayla Hayek, Georges (Nick) Hayek Jr., Daniela Aeschlimann, Claude Nicollier, Jean-Pierre Roth and Ernst Tanner are warranted for lack of diversity on the board. Votes AGAINST non-independent nominees (excluding the CEO) Nayla Hayek, Nick Hayek, Ernst Tanner, Daniela Aeschlimann, Claude Nicollier, and Jean-Pierre Roth are further warranted because of the failure to establish a sufficiently independent board. Votes AGAINST non-independent audit committee members Ernst Tanner, Daniela Aeschlimann, Claude Nicollier, Jean-Pierre Roth, Nayla Hayek, Marc Hayek, and Nick Hayek are also warranted due to the failure to establish a majority-independent committee. Votes AGAINST executive audit committee members Nayla Hayek (committee chair), Marc Hayek, and CEO Nick Hayek are additionally warranted because their membership is a breach of market best practice. Votes AGAINST Nayla Hayek, Nick Hayek, Marc Hayek, and Daniela Aeschlimann are further warranted because they are beneficiaries of the company's unequal voting structure. Board chair election (Item 5.8) A vote AGAINST Nayla Hayek as board chair is warranted because her election to the board does not warrant support. Committee elections (Items 6.1 – 6.7) Votes AGAINST non-independent nominee Ernst Tanner, Daniela Aeschlimann, Claude Nicollier, Jean-Pierre Roth, Nayla Hayek, Marc Hayek, and Nick Hayek are warranted because of the failure to establish a majority-independent committee. Votes AGAINST executive nominees Nayla Hayek, Marc Hayek, and Nick Hayek are further warranted because their membership is a breach of market best practice. Votes AGAINST all nominees are additionally warranted because their elections to the board do not warrant support.</i></p>					
5.6	Reelect Jean-Pierre Roth as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Board elections (Items 5.1 – 5.7) Votes AGAINST incumbent nominees Nayla Hayek, Georges (Nick) Hayek Jr., Daniela Aeschlimann, Claude Nicollier, Jean-Pierre Roth and Ernst Tanner are warranted for lack of diversity on the board. Votes AGAINST non-independent nominees (excluding the CEO) Nayla Hayek, Nick Hayek, Ernst Tanner, Daniela Aeschlimann, Claude Nicollier, and Jean-Pierre Roth are further warranted because of the failure to establish a sufficiently independent board. Votes AGAINST non-independent audit committee members Ernst Tanner, Daniela Aeschlimann, Claude Nicollier, Jean-Pierre Roth, Nayla Hayek, Marc Hayek, and Nick Hayek are also warranted due to the failure to establish a majority-independent committee. Votes AGAINST executive audit committee members Nayla Hayek (committee chair), Marc Hayek, and CEO Nick Hayek are additionally warranted because their membership is a breach of market best practice. Votes AGAINST Nayla Hayek, Nick Hayek, Marc Hayek, and Daniela Aeschlimann are further warranted because they are beneficiaries of the company's unequal voting structure. Board chair election (Item 5.8) A vote AGAINST Nayla Hayek as board chair is warranted because her election to the board does not warrant support. Committee elections (Items 6.1 – 6.7) Votes AGAINST non-independent nominee Ernst Tanner, Daniela Aeschlimann, Claude Nicollier, Jean-Pierre Roth, Nayla Hayek, Marc Hayek, and Nick Hayek are warranted because of the failure to establish a majority-independent committee. Votes AGAINST executive nominees Nayla Hayek, Marc Hayek, and Nick Hayek are further warranted because their membership is a breach of market best practice. Votes AGAINST all nominees are additionally warranted because their elections to the board do not warrant support.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5.7	Elect Marc Hayek as Director	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: Board elections (Items 5.1 – 5.7) Votes AGAINST incumbent nominees Nayla Hayek, Georges (Nick) Hayek Jr., Daniela Aeschlimann, Claude Nicollier, Jean-Pierre Roth and Ernst Tanner are warranted for lack of diversity on the board. Votes AGAINST non-independent nominees (excluding the CEO) Nayla Hayek, Nick Hayek, Ernst Tanner, Daniela Aeschlimann, Claude Nicollier, and Jean-Pierre Roth are further warranted because of the failure to establish a sufficiently independent board. Votes AGAINST non-independent audit committee members Ernst Tanner, Daniela Aeschlimann, Claude Nicollier, Jean-Pierre Roth, Nayla Hayek, Marc Hayek, and Nick Hayek are also warranted due to the failure to establish a majority-independent committee. Votes AGAINST executive audit committee members Nayla Hayek (committee chair), Marc Hayek, and CEO Nick Hayek are additionally warranted because their membership is a breach of market best practice. Votes AGAINST Nayla Hayek, Nick Hayek, Marc Hayek, and Daniela Aeschlimann are further warranted because they are beneficiaries of the company's unequal voting structure. Board chair election (Item 5.8) A vote AGAINST Nayla Hayek as board chair is warranted because her election to the board does not warrant support. Committee elections (Items 6.1 – 6.7) Votes AGAINST non-independent nominee Ernst Tanner, Daniela Aeschlimann, Claude Nicollier, Jean-Pierre Roth, Nayla Hayek, Marc Hayek, and Nick Hayek are warranted because of the failure to establish a majority-independent committee. Votes AGAINST executive nominees Nayla Hayek, Marc Hayek, and Nick Hayek are further warranted because their membership is a breach of market best practice. Votes AGAINST all nominees are additionally warranted because their elections to the board do not warrant support.</i></p>				
5.8	Reelect Nayla Hayek as Board Chair	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: Board elections (Items 5.1 – 5.7) Votes AGAINST incumbent nominees Nayla Hayek, Georges (Nick) Hayek Jr., Daniela Aeschlimann, Claude Nicollier, Jean-Pierre Roth and Ernst Tanner are warranted for lack of diversity on the board. Votes AGAINST non-independent nominees (excluding the CEO) Nayla Hayek, Nick Hayek, Ernst Tanner, Daniela Aeschlimann, Claude Nicollier, and Jean-Pierre Roth are further warranted because of the failure to establish a sufficiently independent board. Votes AGAINST non-independent audit committee members Ernst Tanner, Daniela Aeschlimann, Claude Nicollier, Jean-Pierre Roth, Nayla Hayek, Marc Hayek, and Nick Hayek are also warranted due to the failure to establish a majority-independent committee. Votes AGAINST executive audit committee members Nayla Hayek (committee chair), Marc Hayek, and CEO Nick Hayek are additionally warranted because their membership is a breach of market best practice. Votes AGAINST Nayla Hayek, Nick Hayek, Marc Hayek, and Daniela Aeschlimann are further warranted because they are beneficiaries of the company's unequal voting structure. Board chair election (Item 5.8) A vote AGAINST Nayla Hayek as board chair is warranted because her election to the board does not warrant support. Committee elections (Items 6.1 – 6.7) Votes AGAINST non-independent nominee Ernst Tanner, Daniela Aeschlimann, Claude Nicollier, Jean-Pierre Roth, Nayla Hayek, Marc Hayek, and Nick Hayek are warranted because of the failure to establish a majority-independent committee. Votes AGAINST executive nominees Nayla Hayek, Marc Hayek, and Nick Hayek are further warranted because their membership is a breach of market best practice. Votes AGAINST all nominees are additionally warranted because their elections to the board do not warrant support.</i></p>				
6.1	Reappoint Nayla Hayek as Member of the Compensation Committee	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: Board elections (Items 5.1 – 5.7) Votes AGAINST incumbent nominees Nayla Hayek, Georges (Nick) Hayek Jr., Daniela Aeschlimann, Claude Nicollier, Jean-Pierre Roth and Ernst Tanner are warranted for lack of diversity on the board. Votes AGAINST non-independent nominees (excluding the CEO) Nayla Hayek, Nick Hayek, Ernst Tanner, Daniela Aeschlimann, Claude Nicollier, and Jean-Pierre Roth are further warranted because of the failure to establish a sufficiently independent board. Votes AGAINST non-independent audit committee members Ernst Tanner, Daniela Aeschlimann, Claude Nicollier, Jean-Pierre Roth, Nayla Hayek, Marc Hayek, and Nick Hayek are also warranted due to the failure to establish a majority-independent committee. Votes AGAINST executive audit committee members Nayla Hayek (committee chair), Marc Hayek, and CEO Nick Hayek are additionally warranted because their membership is a breach of market best practice. Votes AGAINST Nayla Hayek, Nick Hayek, Marc Hayek, and Daniela Aeschlimann are further warranted because they are beneficiaries of the company's unequal voting structure. Board chair election (Item 5.8) A vote AGAINST Nayla Hayek as board chair is warranted because her election to the board does not warrant support. Committee elections (Items 6.1 – 6.7) Votes AGAINST non-independent nominee Ernst Tanner, Daniela Aeschlimann, Claude Nicollier, Jean-Pierre Roth, Nayla Hayek, Marc Hayek, and Nick Hayek are warranted because of the failure to establish a majority-independent committee. Votes AGAINST executive nominees Nayla Hayek, Marc Hayek, and Nick Hayek are further warranted because their membership is a breach of market best practice. Votes AGAINST all nominees are additionally warranted because their elections to the board do not warrant support.</i></p>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6.2	Reappoint Ernst Tanner as Member of the Compensation Committee	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Board elections (Items 5.1 – 5.7) Votes AGAINST incumbent nominees Nayla Hayek, Georges (Nick) Hayek Jr., Daniela Aeschlimann, Claude Nicollier, Jean-Pierre Roth and Ernst Tanner are warranted for lack of diversity on the board. Votes AGAINST non-independent nominees (excluding the CEO) Nayla Hayek, Nick Hayek, Ernst Tanner, Daniela Aeschlimann, Claude Nicollier, and Jean-Pierre Roth are further warranted because of the failure to establish a sufficiently independent board. Votes AGAINST non-independent audit committee members Ernst Tanner, Daniela Aeschlimann, Claude Nicollier, Jean-Pierre Roth, Nayla Hayek, Marc Hayek, and Nick Hayek are also warranted due to the failure to establish a majority-independent committee. Votes AGAINST executive audit committee members Nayla Hayek (committee chair), Marc Hayek, and CEO Nick Hayek are additionally warranted because their membership is a breach of market best practice. Votes AGAINST Nayla Hayek, Nick Hayek, Marc Hayek, and Daniela Aeschlimann are further warranted because they are beneficiaries of the company's unequal voting structure. Board chair election (Item 5.8) A vote AGAINST Nayla Hayek as board chair is warranted because her election to the board does not warrant support. Committee elections (Items 6.1 – 6.7) Votes AGAINST non-independent nominee Ernst Tanner, Daniela Aeschlimann, Claude Nicollier, Jean-Pierre Roth, Nayla Hayek, Marc Hayek, and Nick Hayek are warranted because of the failure to establish a majority-independent committee. Votes AGAINST executive nominees Nayla Hayek, Marc Hayek, and Nick Hayek are further warranted because their membership is a breach of market best practice. Votes AGAINST all nominees are additionally warranted because their elections to the board do not warrant support.</i></p>					
6.3	Reappoint Daniela Aeschlimann as Member of the Compensation Committee	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Board elections (Items 5.1 – 5.7) Votes AGAINST incumbent nominees Nayla Hayek, Georges (Nick) Hayek Jr., Daniela Aeschlimann, Claude Nicollier, Jean-Pierre Roth and Ernst Tanner are warranted for lack of diversity on the board. Votes AGAINST non-independent nominees (excluding the CEO) Nayla Hayek, Nick Hayek, Ernst Tanner, Daniela Aeschlimann, Claude Nicollier, and Jean-Pierre Roth are further warranted because of the failure to establish a sufficiently independent board. Votes AGAINST non-independent audit committee members Ernst Tanner, Daniela Aeschlimann, Claude Nicollier, Jean-Pierre Roth, Nayla Hayek, Marc Hayek, and Nick Hayek are also warranted due to the failure to establish a majority-independent committee. Votes AGAINST executive audit committee members Nayla Hayek (committee chair), Marc Hayek, and CEO Nick Hayek are additionally warranted because their membership is a breach of market best practice. Votes AGAINST Nayla Hayek, Nick Hayek, Marc Hayek, and Daniela Aeschlimann are further warranted because they are beneficiaries of the company's unequal voting structure. Board chair election (Item 5.8) A vote AGAINST Nayla Hayek as board chair is warranted because her election to the board does not warrant support. Committee elections (Items 6.1 – 6.7) Votes AGAINST non-independent nominee Ernst Tanner, Daniela Aeschlimann, Claude Nicollier, Jean-Pierre Roth, Nayla Hayek, Marc Hayek, and Nick Hayek are warranted because of the failure to establish a majority-independent committee. Votes AGAINST executive nominees Nayla Hayek, Marc Hayek, and Nick Hayek are further warranted because their membership is a breach of market best practice. Votes AGAINST all nominees are additionally warranted because their elections to the board do not warrant support.</i></p>					
6.4	Reappoint Georges Hayek as Member of the Compensation Committee	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Board elections (Items 5.1 – 5.7) Votes AGAINST incumbent nominees Nayla Hayek, Georges (Nick) Hayek Jr., Daniela Aeschlimann, Claude Nicollier, Jean-Pierre Roth and Ernst Tanner are warranted for lack of diversity on the board. Votes AGAINST non-independent nominees (excluding the CEO) Nayla Hayek, Nick Hayek, Ernst Tanner, Daniela Aeschlimann, Claude Nicollier, and Jean-Pierre Roth are further warranted because of the failure to establish a sufficiently independent board. Votes AGAINST non-independent audit committee members Ernst Tanner, Daniela Aeschlimann, Claude Nicollier, Jean-Pierre Roth, Nayla Hayek, Marc Hayek, and Nick Hayek are also warranted due to the failure to establish a majority-independent committee. Votes AGAINST executive audit committee members Nayla Hayek (committee chair), Marc Hayek, and CEO Nick Hayek are additionally warranted because their membership is a breach of market best practice. Votes AGAINST Nayla Hayek, Nick Hayek, Marc Hayek, and Daniela Aeschlimann are further warranted because they are beneficiaries of the company's unequal voting structure. Board chair election (Item 5.8) A vote AGAINST Nayla Hayek as board chair is warranted because her election to the board does not warrant support. Committee elections (Items 6.1 – 6.7) Votes AGAINST non-independent nominee Ernst Tanner, Daniela Aeschlimann, Claude Nicollier, Jean-Pierre Roth, Nayla Hayek, Marc Hayek, and Nick Hayek are warranted because of the failure to establish a majority-independent committee. Votes AGAINST executive nominees Nayla Hayek, Marc Hayek, and Nick Hayek are further warranted because their membership is a breach of market best practice. Votes AGAINST all nominees are additionally warranted because their elections to the board do not warrant support.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6.5	Reappoint Claude Nicollier as Member of the Compensation Committee	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Board elections (Items 5.1 – 5.7) Votes AGAINST incumbent nominees Nayla Hayek, Georges (Nick) Hayek Jr., Daniela Aeschlimann, Claude Nicollier, Jean-Pierre Roth and Ernst Tanner are warranted for lack of diversity on the board. Votes AGAINST non-independent nominees (excluding the CEO) Nayla Hayek, Nick Hayek, Ernst Tanner, Daniela Aeschlimann, Claude Nicollier, and Jean-Pierre Roth are further warranted because of the failure to establish a sufficiently independent board. Votes AGAINST non-independent audit committee members Ernst Tanner, Daniela Aeschlimann, Claude Nicollier, Jean-Pierre Roth, Nayla Hayek, Marc Hayek, and Nick Hayek are also warranted due to the failure to establish a majority-independent committee. Votes AGAINST executive audit committee members Nayla Hayek (committee chair), Marc Hayek, and CEO Nick Hayek are additionally warranted because their membership is a breach of market best practice. Votes AGAINST Nayla Hayek, Nick Hayek, Marc Hayek, and Daniela Aeschlimann are further warranted because they are beneficiaries of the company's unequal voting structure. Board chair election (Item 5.8) A vote AGAINST Nayla Hayek as board chair is warranted because her election to the board does not warrant support. Committee elections (Items 6.1 – 6.7) Votes AGAINST non-independent nominee Ernst Tanner, Daniela Aeschlimann, Claude Nicollier, Jean-Pierre Roth, Nayla Hayek, Marc Hayek, and Nick Hayek are warranted because of the failure to establish a majority-independent committee. Votes AGAINST executive nominees Nayla Hayek, Marc Hayek, and Nick Hayek are further warranted because their membership is a breach of market best practice. Votes AGAINST all nominees are additionally warranted because their elections to the board do not warrant support.</i></p>					
6.6	Reappoint Jean-Pierre Roth as Member of the Compensation Committee	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Board elections (Items 5.1 – 5.7) Votes AGAINST incumbent nominees Nayla Hayek, Georges (Nick) Hayek Jr., Daniela Aeschlimann, Claude Nicollier, Jean-Pierre Roth and Ernst Tanner are warranted for lack of diversity on the board. Votes AGAINST non-independent nominees (excluding the CEO) Nayla Hayek, Nick Hayek, Ernst Tanner, Daniela Aeschlimann, Claude Nicollier, and Jean-Pierre Roth are further warranted because of the failure to establish a sufficiently independent board. Votes AGAINST non-independent audit committee members Ernst Tanner, Daniela Aeschlimann, Claude Nicollier, Jean-Pierre Roth, Nayla Hayek, Marc Hayek, and Nick Hayek are also warranted due to the failure to establish a majority-independent committee. Votes AGAINST executive audit committee members Nayla Hayek (committee chair), Marc Hayek, and CEO Nick Hayek are additionally warranted because their membership is a breach of market best practice. Votes AGAINST Nayla Hayek, Nick Hayek, Marc Hayek, and Daniela Aeschlimann are further warranted because they are beneficiaries of the company's unequal voting structure. Board chair election (Item 5.8) A vote AGAINST Nayla Hayek as board chair is warranted because her election to the board does not warrant support. Committee elections (Items 6.1 – 6.7) Votes AGAINST non-independent nominee Ernst Tanner, Daniela Aeschlimann, Claude Nicollier, Jean-Pierre Roth, Nayla Hayek, Marc Hayek, and Nick Hayek are warranted because of the failure to establish a majority-independent committee. Votes AGAINST executive nominees Nayla Hayek, Marc Hayek, and Nick Hayek are further warranted because their membership is a breach of market best practice. Votes AGAINST all nominees are additionally warranted because their elections to the board do not warrant support.</i></p>					
6.7	Appoint Marc Hayek as Member of the Compensation Committee	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Board elections (Items 5.1 – 5.7) Votes AGAINST incumbent nominees Nayla Hayek, Georges (Nick) Hayek Jr., Daniela Aeschlimann, Claude Nicollier, Jean-Pierre Roth and Ernst Tanner are warranted for lack of diversity on the board. Votes AGAINST non-independent nominees (excluding the CEO) Nayla Hayek, Nick Hayek, Ernst Tanner, Daniela Aeschlimann, Claude Nicollier, and Jean-Pierre Roth are further warranted because of the failure to establish a sufficiently independent board. Votes AGAINST non-independent audit committee members Ernst Tanner, Daniela Aeschlimann, Claude Nicollier, Jean-Pierre Roth, Nayla Hayek, Marc Hayek, and Nick Hayek are also warranted due to the failure to establish a majority-independent committee. Votes AGAINST executive audit committee members Nayla Hayek (committee chair), Marc Hayek, and CEO Nick Hayek are additionally warranted because their membership is a breach of market best practice. Votes AGAINST Nayla Hayek, Nick Hayek, Marc Hayek, and Daniela Aeschlimann are further warranted because they are beneficiaries of the company's unequal voting structure. Board chair election (Item 5.8) A vote AGAINST Nayla Hayek as board chair is warranted because her election to the board does not warrant support. Committee elections (Items 6.1 – 6.7) Votes AGAINST non-independent nominee Ernst Tanner, Daniela Aeschlimann, Claude Nicollier, Jean-Pierre Roth, Nayla Hayek, Marc Hayek, and Nick Hayek are warranted because of the failure to establish a majority-independent committee. Votes AGAINST executive nominees Nayla Hayek, Marc Hayek, and Nick Hayek are further warranted because their membership is a breach of market best practice. Votes AGAINST all nominees are additionally warranted because their elections to the board do not warrant support.</i></p>					

The Swatch Group AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Designate Proxy Voting Services GmbH as Independent Proxy	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concerns.</i>					
8	Ratify PricewaterhouseCoopers AG as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>					
9	Amend Articles of Association	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST the proposed article amendments is warranted because: * If shareholders submit a request for an EGM to be convened, the deadline for the board to comply with this request would be increased from 40 to 60 days. * The company has bundled together a set of amendments that could have been submitted to shareholder approval under separate resolutions.</i>					
10	Transact Other Business (Voting)	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted because: * This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and * The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.</i>					

Vonovia SE

Meeting Date: 05/08/2024 **Country:** Germany **Ticker:** VNA
Record Date: 04/30/2024 **Meeting Type:** Annual
Primary Security ID: D9581T100

Shares Voted: 13,626

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt			
<i>Voting Policy Rationale: This is a non-voting item.</i>					
2	Approve Allocation of Income and Dividends of EUR 0.90 per Share	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i>					
3	Approve Discharge of Management Board for Fiscal Year 2023	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>					
4	Approve Discharge of Supervisory Board for Fiscal Year 2023	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>					

Vonovia SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2024 and for the Review of Interim Financial Statements for Fiscal Year 2024 and for the First Quarter of Fiscal Year 2025	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>					
6	Approve Remuneration Report	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted because: * The high level of pension entitlements paid in the year under review (both under the legacy pension plan, but also under the alternative plan for new executives) remains of concern. * There are concerns regarding the pay for performance alignment with respect to realized CEO pay versus TSR performance. * During the year under review, performance of the STI was adjusted upward by 20 percent via the modifier for all executives. While the use of such a modifier is common German market practice, some shareholders may be concerned that disclosure is somewhat underdeveloped, particularly as the performance criterion used is measurable/quantifiable.</i>					
7	Approve Remuneration Policy	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST the remuneration policy is warranted because: * The proposed policy entails in-flight changes to running LTIP tranches, which is a breach of market best practice and the German Corporate Governance Code. * Despite changing from a legacy pension plan to a pension substitute in cash (for which the interest rate risk, longevity risk, etc. has shifted away from the company), the updated pension scheme still results in pension contributions that are excessive and not aligned with the wider workforce or market practice. Further concerns are noted because: * Termination provisions for two executives upon change-of-control allow for accelerated vesting, thus not in line with market best practice and the German Corporate Governance Code. However, we do note that all other current and future contracts are not affected and do not allow for accelerated vesting. * The supervisory board retains elements of discretion via the modifier under the STI, as well as under the general deviation clauses, which raise concerns.</i>					
8	Elect Birgit Bohle to the Supervisory Board	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the proposed nominee is warranted.</i>					

Wolters Kluwer NV

Meeting Date: 05/08/2024 **Country:** Netherlands **Ticker:** WKL
Record Date: 04/10/2024 **Meeting Type:** Annual
Primary Security ID: N9643A197

Shares Voted: 2,205

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Annual Meeting Agenda	Mgmt			
1	Open Meeting	Mgmt			
<i>Voting Policy Rationale: No vote is required for this item.</i>					
2.a	Receive Report of Executive Board	Mgmt			
<i>Voting Policy Rationale: No vote is required for this item.</i>					
2.b	Discussion on Company's Corporate Governance Structure	Mgmt			
<i>Voting Policy Rationale: This is a non-voting item.</i>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.c	Receive Report of Supervisory Board	Mgmt			
	<i>Voting Policy Rationale: No vote is required for this item.</i>				
2.d	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A qualified vote FOR is warranted as the remuneration report is considered to be in line with best market standards. However, Social Advisory Services also identified the following concern: The Pay for Performance evaluation indicates the 2023 pay package is considered excessive relative to Social Advisory Services selected European peers. Similar concerns were raised for previous year pay packages in 2015, 2016, 2017, 2018, 2019, 2020, 2021, and 2022. We note that over the years the multiple of median is diminishing.</i>				
3.a	Adopt Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because of the absence of concern with the company's audit procedures or its auditors.</i>				
3.b	Receive Explanation on Company's Dividend Policy	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
3.c	Approve Dividends	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this dividend proposal is warranted because the proposed payout ratio is adequate without being excessive.</i>				
4.a	Approve Discharge of Executive Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because of the absence of any information about significant and compelling controversies that the management board and/or supervisory board are not fulfilling their fiduciary duties.</i>				
4.b	Approve Discharge of Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because of the absence of any information about significant and compelling controversies that the management board and/or supervisory board are not fulfilling their fiduciary duties.</i>				
5.a	Elect David Sides to Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these elections is warranted because: * The nominees are elected for a period not exceeding four years; * The candidates appear to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidates.</i>				
5.b	Reelect Jack de Kreij to Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these elections is warranted because: * The nominees are elected for a period not exceeding four years; * The candidates appear to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidates.</i>				
5.c	Reelect Sophie Vandebroek to Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these elections is warranted because: * The nominees are elected for a period not exceeding four years; * The candidates appear to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidates.</i>				
6.a	Approve Remuneration Policy of Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted, since there is no evidence of excessiveness on the part of the supervisory board regarding this remuneration proposal.</i>				
6.b	Amend Remuneration of Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted, since there is no evidence of excessiveness on the part of the supervisory board regarding this remuneration proposal.</i>				

Wolters Kluwer NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7.a	Grant Board Authority to Issue Shares Up to 10 Percent of Issued Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because it is in line with commonly used safeguards regarding volume and duration.</i>				
7.b	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because it is in line with commonly used safeguards regarding volume and duration.</i>				
8	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because: * This proposal is in line with commonly used safeguards regarding volume and pricing; * The authorization would allow Wolters Kluwer to repurchase up to 10.00 percent of the issued share capital; and * The authorization would allow the company to repurchase shares for less or up to 110 percent of the share price prior to the repurchase.</i>				
9	Approve Cancellation of Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the cancellation of shares is in shareholders' interests.</i>				
10	Amend Articles to Reflect Changes in Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted as the proposed amendments to the articles of association are considered neutral to shareholders' interests.</i>				
11	Other Business	Mgmt			
	<i>Voting Policy Rationale: No vote is required for this item.</i>				
12	Close Meeting	Mgmt			
	<i>Voting Policy Rationale: No vote is required for this item.</i>				

WPP Plc

Meeting Date: 05/08/2024 **Country:** Jersey **Ticker:** WPP
Record Date: 05/06/2024 **Meeting Type:** Annual
Primary Security ID: G9788D103

Shares Voted: 4,321

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

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Compensation Committee Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted, although it is not without concern because: * The non-financial objectives linked to the FY2023 bonuses paid out higher than the financial metrics. It is also noted that two profit warnings were issued during the year, which warrants scrutiny of bonus outcomes. The main reasons for support are: * All financial targets were still met, albeit to a lower extent, and pay remains broadly aligned with company performance during the year.</i>				
4	Elect Andrew Scott as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Roberto Quarta, Angela Ahrendts-Couch, Thomas (Tom) Ilube, and Cindy Rose is warranted for lack of diversity on the board. Concerns are further raised with respect to Board Chair Roberto Quarta as he has now served on the board for over nine years, which is not in line with the UK Code recommendation. A vote FOR the remaining director nominees is warranted.</i>				
5	Re-elect Angela Ahrendts as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Roberto Quarta, Angela Ahrendts-Couch, Thomas (Tom) Ilube, and Cindy Rose is warranted for lack of diversity on the board. Concerns are further raised with respect to Board Chair Roberto Quarta as he has now served on the board for over nine years, which is not in line with the UK Code recommendation. A vote FOR the remaining director nominees is warranted.</i>				
6	Re-elect Simon Dingemans as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Roberto Quarta, Angela Ahrendts-Couch, Thomas (Tom) Ilube, and Cindy Rose is warranted for lack of diversity on the board. Concerns are further raised with respect to Board Chair Roberto Quarta as he has now served on the board for over nine years, which is not in line with the UK Code recommendation. A vote FOR the remaining director nominees is warranted.</i>				
7	Re-elect Sandrine Dufour as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Roberto Quarta, Angela Ahrendts-Couch, Thomas (Tom) Ilube, and Cindy Rose is warranted for lack of diversity on the board. Concerns are further raised with respect to Board Chair Roberto Quarta as he has now served on the board for over nine years, which is not in line with the UK Code recommendation. A vote FOR the remaining director nominees is warranted.</i>				
8	Re-elect Tom Ilube as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Roberto Quarta, Angela Ahrendts-Couch, Thomas (Tom) Ilube, and Cindy Rose is warranted for lack of diversity on the board. Concerns are further raised with respect to Board Chair Roberto Quarta as he has now served on the board for over nine years, which is not in line with the UK Code recommendation. A vote FOR the remaining director nominees is warranted.</i>				
9	Re-elect Roberto Quarta as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Roberto Quarta, Angela Ahrendts-Couch, Thomas (Tom) Ilube, and Cindy Rose is warranted for lack of diversity on the board. Concerns are further raised with respect to Board Chair Roberto Quarta as he has now served on the board for over nine years, which is not in line with the UK Code recommendation. A vote FOR the remaining director nominees is warranted.</i>				
10	Re-elect Mark Read as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Roberto Quarta, Angela Ahrendts-Couch, Thomas (Tom) Ilube, and Cindy Rose is warranted for lack of diversity on the board. Concerns are further raised with respect to Board Chair Roberto Quarta as he has now served on the board for over nine years, which is not in line with the UK Code recommendation. A vote FOR the remaining director nominees is warranted.</i>				
11	Re-elect Cindy Rose as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Roberto Quarta, Angela Ahrendts-Couch, Thomas (Tom) Ilube, and Cindy Rose is warranted for lack of diversity on the board. Concerns are further raised with respect to Board Chair Roberto Quarta as he has now served on the board for over nine years, which is not in line with the UK Code recommendation. A vote FOR the remaining director nominees is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
12	Re-elect Keith Weed as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Roberto Quarta, Angela Ahrendts-Couch, Thomas (Tom) Ilube, and Cindy Rose is warranted for lack of diversity on the board. Concerns are further raised with respect to Board Chair Roberto Quarta as he has now served on the board for over nine years, which is not in line with the UK Code recommendation. A vote FOR the remaining director nominees is warranted.</i>				
13	Re-elect Jasmine Whitbread as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Roberto Quarta, Angela Ahrendts-Couch, Thomas (Tom) Ilube, and Cindy Rose is warranted for lack of diversity on the board. Concerns are further raised with respect to Board Chair Roberto Quarta as he has now served on the board for over nine years, which is not in line with the UK Code recommendation. A vote FOR the remaining director nominees is warranted.</i>				
14	Re-elect Joanne Wilson as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Roberto Quarta, Angela Ahrendts-Couch, Thomas (Tom) Ilube, and Cindy Rose is warranted for lack of diversity on the board. Concerns are further raised with respect to Board Chair Roberto Quarta as he has now served on the board for over nine years, which is not in line with the UK Code recommendation. A vote FOR the remaining director nominees is warranted.</i>				
15	Re-elect Ya-Qin Zhang as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Roberto Quarta, Angela Ahrendts-Couch, Thomas (Tom) Ilube, and Cindy Rose is warranted for lack of diversity on the board. Concerns are further raised with respect to Board Chair Roberto Quarta as he has now served on the board for over nine years, which is not in line with the UK Code recommendation. A vote FOR the remaining director nominees is warranted.</i>				
16	Appoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as no significant concerns have been identified.</i>				
17	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because there are no concerns regarding this proposal.</i>				
18	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
19	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				
20	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
21	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				

Zhejiang Expressway Co., Ltd.

Meeting Date: 05/08/2024

Country: China

Ticker: 576

Record Date: 05/02/2024

Meeting Type: Annual

Primary Security ID: Y9891F102

Shares Voted: 182,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Report of the Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR Items 1 to 3 is warranted given the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports. A vote AGAINST Item 5 is warranted given the lack of disclosure.</i>				
2	Approve Report of the Supervisory Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR Items 1 to 3 is warranted given the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports. A vote AGAINST Item 5 is warranted given the lack of disclosure.</i>				
3	Approve Audited Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR Items 1 to 3 is warranted given the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports. A vote AGAINST Item 5 is warranted given the lack of disclosure.</i>				
4	Approve Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine dividend proposal.</i>				
5	Approve Final Accounts and Financial Budget	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote FOR Items 1 to 3 is warranted given the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports. A vote AGAINST Item 5 is warranted given the lack of disclosure.</i>				
6	Approve Deloitte Touche Tohmatsu Certified Public Accountants Hong Kong as the Hong Kong Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted given the absence of any known issues concerning the audit firms, their remuneration, and the way the audit was conducted.</i>				
7	Approve Pan China Certified Public Accountants as PRC Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted given the absence of any known issues concerning the audit firms, their remuneration, and the way the audit was conducted.</i>				
8	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights for H Shares and Related Transactions	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted for the following: * The share issuance limit is greater than 10 percent of the relevant class of shares for issuance for cash and non-cash consideration; amd * The company has not specified the discount limit for issuance for cash and non-cash consideration.</i>				
9	Amend Articles of Association	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that the amendments are mainly proposed to reflect the changes in the relevant laws and regulations.</i>				

A10 Networks, Inc.

Meeting Date: 05/09/2024

Country: USA

Ticker: ATEN

Record Date: 03/15/2024

Meeting Type: Annual

Primary Security ID: 002121101

Shares Voted: 9,146

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Tor R. Braham	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Eric Singer and Peter Chung for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Peter Y. Chung	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Eric Singer and Peter Chung for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Eric Singer	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Eric Singer and Peter Chung for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Dhruvad Trivedi	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Eric Singer and Peter Chung for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Dana Wolf	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Eric Singer and Peter Chung for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably at this time.</i>				
3	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				

ACS Actividades de Construcción y Servicios SA

Meeting Date: 05/09/2024

Country: Spain

Ticker: ACS

Record Date: 05/03/2024

Meeting Type: Annual

Primary Security ID: E7813W163

Shares Voted: 8,703

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Approve Consolidated and Standalone Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted due to a lack of concern regarding the accounts presented or audit procedures used.</i>				

ACS Actividades de Construcción y Servicios SA

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

ACS Actividades de Construcción y Servicios SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10	Authorize Issuance of Convertible Bonds, Debentures, Warrants, and Other Debt Securities up to EUR 3 Billion with Exclusion of Preemptive Rights up to 20 Percent of Capital	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST the contingent capital through convertible debt securities is warranted, despite the request being routine and lack of concerns over the company's use of past mandates, because potential dilution exceeds the 10-percent limit for non-preemptive issues.</i></p>					
11	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this standard resolution is warranted as it provides the board with the means to carry out the agreements validly adopted by the general meeting.</i></p>					

Adeia Inc.

Meeting Date: 05/09/2024

Country: USA

Ticker: ADEA

Record Date: 03/13/2024

Meeting Type: Annual

Primary Security ID: 00676P107

Shares Voted: 1,455

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Paul E. Davis	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1b	Elect Director V. Sue Molina	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1c	Elect Director Daniel Moloney	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1d	Elect Director Tonia O'Connor	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1e	Elect Director Raghavendra Rau	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1f	Elect Director Adam Rymer	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1g	Elect Director Phyllis Turner-Brim	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i></p>					

Adeia Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Amend Omnibus Stock Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>					
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 6.5 percent of the fees paid to the auditor are for non-audit purposes.</i>					

Arch Capital Group Ltd.

Meeting Date: 05/09/2024 **Country:** Bermuda **Ticker:** ACGL
Record Date: 03/13/2024 **Meeting Type:** Annual
Primary Security ID: G0450A105

Shares Voted: 10,504

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Laurie S. Goodman	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Laurie Goodman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1b	Elect Director John M. Pasquesi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Laurie Goodman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review. The majority of CEO pay is conditioned on pre-set financial metrics, and performance equity is earned based on multi-year performance with a relative TSR modifier.</i>					
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 9.64 percent of the fees paid to the auditor are for non-audit purposes.</i>					
4a	Elect Director Brian Chen as Designated Company Director of Non-U.S. Subsidiaries	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
4b	Elect Director Crystal Doughty as Designated Company Director of Non-U.S. Subsidiaries	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
4c	Elect Director Matthew Dragonetti as Designated Company Director of Non-U.S. Subsidiaries	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					

Arch Capital Group Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4d	Elect Director Seamus Fearon as Designated Company Director of Non-U.S. Subsidiaries	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
4e	Elect Director Jerome Halgan as Designated Company Director of Non-U.S. Subsidiaries	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
4f	Elect Director Chris Hovey as Designated Company Director of Non-U.S. Subsidiaries	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
4g	Elect Director Francois Morin as Designated Company Director of Non-U.S. Subsidiaries	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
4h	Elect Director David J. Mulholland as Designated Company Director of Non-U.S. Subsidiaries	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
4i	Elect Director Chiara Nannini as Designated Company Director of Non-U.S. Subsidiaries	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
4j	Elect Director Maamoun Rajeh as Designated Company Director of Non-U.S. Subsidiaries	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
4k	Elect Director William Soares as Designated Company Director of Non-U.S. Subsidiaries	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
4l	Elect Director Alan Tiernan as Designated Company Director of Non-U.S. Subsidiaries	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
4m	Elect Director Christine Todd as Designated Company Director of Non-U.S. Subsidiaries	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				

Meeting Date: 05/09/2024

Country: USA

Ticker: AVTR

Record Date: 03/15/2024

Meeting Type: Annual

Primary Security ID: 05352A100

Shares Voted: 9,206

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Juan Andres	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jonathan (Jon) Peacock, John Carethers and Gregory Summe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director John Carethers	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jonathan (Jon) Peacock, John Carethers and Gregory Summe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Lan Kang	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jonathan (Jon) Peacock, John Carethers and Gregory Summe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Joseph Massaro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jonathan (Jon) Peacock, John Carethers and Gregory Summe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Mala Murthy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jonathan (Jon) Peacock, John Carethers and Gregory Summe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Jonathan Peacock	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jonathan (Jon) Peacock, John Carethers and Gregory Summe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Michael Severino	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jonathan (Jon) Peacock, John Carethers and Gregory Summe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Michael Stubblefield	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jonathan (Jon) Peacock, John Carethers and Gregory Summe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Gregory Summe	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jonathan (Jon) Peacock, John Carethers and Gregory Summe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Amend Certificate of Incorporation to Provide for the Exculpation of Certain Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. The company seeks to align its officer exculpation provisions with the recently amended Delaware statute and existing protections afforded to directors, providing protections to officers that would allow the company to attract and retain quality personnel without negatively impacting shareholder rights.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.22 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Avantor, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as no significant concerns were identified and pay and performance are reasonably aligned at this time.</i></p>					

Axcelis Technologies, Inc.

Meeting Date: 05/09/2024 **Country:** USA **Ticker:** ACLS
Record Date: 03/15/2024 **Meeting Type:** Annual
Primary Security ID: 054540208

Shares Voted: 96

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Tzu-Yin ("TY") Chiu	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Tzu-Yin (TY) Chiu, Jeanne Quirk and Thomas St. Dennis for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1.2	Elect Director Gregory B. Graves	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Tzu-Yin (TY) Chiu, Jeanne Quirk and Thomas St. Dennis for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1.3	Elect Director John T. Kurtzweil	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Tzu-Yin (TY) Chiu, Jeanne Quirk and Thomas St. Dennis for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1.4	Elect Director Russell J. Low	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Tzu-Yin (TY) Chiu, Jeanne Quirk and Thomas St. Dennis for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1.5	Elect Director Jeanne Quirk	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Tzu-Yin (TY) Chiu, Jeanne Quirk and Thomas St. Dennis for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1.6	Elect Director Necip Sayiner	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Tzu-Yin (TY) Chiu, Jeanne Quirk and Thomas St. Dennis for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1.7	Elect Director Thomas St. Dennis	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Tzu-Yin (TY) Chiu, Jeanne Quirk and Thomas St. Dennis for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					

Axcelis Technologies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.8	Elect Director Jorge Titingier	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Tzu-Yin (TY) Chiu, Jeanne Quirk and Thomas St. Dennis for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.9	Elect Director Dipti Vachani	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Tzu-Yin (TY) Chiu, Jeanne Quirk and Thomas St. Dennis for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.02 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i>				
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i>				

Barclays PLC

Meeting Date: 05/09/2024 **Country:** United Kingdom **Ticker:** BARC
Record Date: 05/07/2024 **Meeting Type:** Annual
Primary Security ID: G08036124

Shares Voted: 424,671

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>				
2	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted in absence of material concerns.</i>				
3	Elect Sir John Kingman as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Nigel Higgins, Brian Gilvary, Mohamed El-Erian, Diane Schueneman and Julia Wilson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Re-elect Robert Berry as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Nigel Higgins, Brian Gilvary, Mohamed El-Erian, Diane Schueneman and Julia Wilson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i></p>					
5	Re-elect Tim Breedon as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Nigel Higgins, Brian Gilvary, Mohamed El-Erian, Diane Schueneman and Julia Wilson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i></p>					
6	Re-elect Anna Cross as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Nigel Higgins, Brian Gilvary, Mohamed El-Erian, Diane Schueneman and Julia Wilson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i></p>					
7	Re-elect Mohamed A. El-Erian as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Nigel Higgins, Brian Gilvary, Mohamed El-Erian, Diane Schueneman and Julia Wilson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i></p>					
8	Re-elect Dawn Fitzpatrick as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Nigel Higgins, Brian Gilvary, Mohamed El-Erian, Diane Schueneman and Julia Wilson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i></p>					
9	Re-elect Mary Francis as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Nigel Higgins, Brian Gilvary, Mohamed El-Erian, Diane Schueneman and Julia Wilson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i></p>					
10	Re-elect Brian Gilvary as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Nigel Higgins, Brian Gilvary, Mohamed El-Erian, Diane Schueneman and Julia Wilson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i></p>					
11	Re-elect Nigel Higgins as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Nigel Higgins, Brian Gilvary, Mohamed El-Erian, Diane Schueneman and Julia Wilson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i></p>					
12	Re-elect Marc Moses as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Nigel Higgins, Brian Gilvary, Mohamed El-Erian, Diane Schueneman and Julia Wilson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i></p>					
13	Re-elect Diane Schueneman as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Nigel Higgins, Brian Gilvary, Mohamed El-Erian, Diane Schueneman and Julia Wilson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
14	Re-elect Coimbatore Venkatakrishnan as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Nigel Higgins, Brian Gilvary, Mohamed El-Erian, Diane Schueneman and Julia Wilson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
15	Re-elect Julia Wilson as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Nigel Higgins, Brian Gilvary, Mohamed El-Erian, Diane Schueneman and Julia Wilson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
16	Reappoint KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.6 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
17	Authorise the Board Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.6 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
18	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				
19	Approve Variable Component of Remuneration for Material Risk Takers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted in absence of significant concerns. The proposal relates to the pay of Material Risk Takers; however, Executive Directors' variable pay opportunity remains subject to the limits set in the remuneration policy approved by shareholders.</i>				
20	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
21	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
22	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
23	Authorise Issue of Equity in Relation to the Issuance of Contingent Equity Conversion Notes	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted, although this is not without concern for shareholders: * If the Company were to issue Equity Conversion Notes (ECNs) and a trigger event were to occur, causing them to convert into ordinary shares, this would result in significant dilution to non-participating shareholders. The main reasons for support are: * Such authorities are common proposals at UK banks and are intended to apply in extreme circumstances only; and * The conversion into ordinary shares would require the CET1 ratio to fall to a level which would denote significant capital weakness well beyond the Company's current position and minimum regulatory requirements.</i>				

Barclays PLC

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
24	Authorise Issue of Equity without Pre-emptive Rights in Relation to the Issuance of Contingent Equity Conversion Notes	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these resolutions is warranted, although this is not without concern for shareholders: * If the Company were to issue Equity Conversion Notes (ECNs) and a trigger event were to occur, causing them to convert into ordinary shares, this would result in significant dilution to non-participating shareholders. The main reasons for support are: * Such authorities are common proposals at UK banks and are intended to apply in extreme circumstances only; and * The conversion into ordinary shares would require the CET1 ratio to fall to a level which would denote significant capital weakness well beyond the Company's current position and minimum regulatory requirements.</i></p>					
25	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i></p>					
26	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i></p>					
27	Adopt New Articles of Association	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted as no significant concerns have been identified.</i></p>					

BlackLine, Inc.

Meeting Date: 05/09/2024 **Country:** USA **Ticker:** BL
Record Date: 03/15/2024 **Meeting Type:** Annual
Primary Security ID: 09239B109

Shares Voted: 178

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Owen Ryan	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent director nominees Owen Ryan and Sophia Velastegui given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. Votes FOR the remaining director nominee, William (Bill) Wagner, are warranted.</i></p>					
1.2	Elect Director Sophia Velastegui	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent director nominees Owen Ryan and Sophia Velastegui given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. Votes FOR the remaining director nominee, William (Bill) Wagner, are warranted.</i></p>					
1.3	Elect Director William Wagner	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent director nominees Owen Ryan and Sophia Velastegui given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. Votes FOR the remaining director nominee, William (Bill) Wagner, are warranted.</i></p>					

BlackLine, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.24 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * A majority of equity awards to the CEO are not tied to performance-contingent pay elements; * High CEO pay relative to company performance compared to the company's peers.</i></p>					

C.H. Robinson Worldwide, Inc.

Meeting Date: 05/09/2024 **Country:** USA **Ticker:** CHRW
Record Date: 03/13/2024 **Meeting Type:** Annual
Primary Security ID: 12541W209

Shares Voted: 3,782

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director James J. Barber, Jr.	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jodeen (Jodee) Kozlak, Kermit Crawford, Mary Guilfoile, and Henry Maier is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director David P. Bozeman	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jodeen (Jodee) Kozlak, Kermit Crawford, Mary Guilfoile, and Henry Maier is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director Kermit R. Crawford	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jodeen (Jodee) Kozlak, Kermit Crawford, Mary Guilfoile, and Henry Maier is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1d	Elect Director Timothy C. Gokey	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jodeen (Jodee) Kozlak, Kermit Crawford, Mary Guilfoile, and Henry Maier is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1e	Elect Director Mark A. Goodburn	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jodeen (Jodee) Kozlak, Kermit Crawford, Mary Guilfoile, and Henry Maier is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1f	Elect Director Mary J. Steele Guilfoile	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jodeen (Jodee) Kozlak, Kermit Crawford, Mary Guilfoile, and Henry Maier is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

C.H. Robnson Worldwide, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1g	Elect Director Jodee A. Kozlak	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jodeen (Jodee) Kozlak, Kermit Crawford, Mary Guilfoile, and Henry Maier is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Henry J. Maier	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jodeen (Jodee) Kozlak, Kermit Crawford, Mary Guilfoile, and Henry Maier is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Michael H. McGarry	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jodeen (Jodee) Kozlak, Kermit Crawford, Mary Guilfoile, and Henry Maier is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Paige K. Robbins	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jodeen (Jodee) Kozlak, Kermit Crawford, Mary Guilfoile, and Henry Maier is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Paula C. Tolliver	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jodeen (Jodee) Kozlak, Kermit Crawford, Mary Guilfoile, and Henry Maier is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director Henry W. "Jay" Winship	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jodeen (Jodee) Kozlak, Kermit Crawford, Mary Guilfoile, and Henry Maier is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, with caution. Concerns exist with respect to the magnitude and structure of the retention grants awarded to NEOs in connection with the CEO transition. However, annual incentives were based entirely on pre-set objective metrics and below-target payouts were aligned with performance. Further, changes to the LTIP strengthened the pay-for-performance alignment of the program. Shareholders will expect pay levels to normalize following the CEO's first year.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the ratification of the company's auditor is warranted given that non-audit fees represent 31.68 percent of the total fees received by the auditor during the fiscal year, raising substantial doubts over the independence of the auditor.</i>				

Calix, Inc.

Meeting Date: 05/09/2024

Country: USA

Ticker: CALX

Record Date: 03/11/2024

Meeting Type: Annual

Primary Security ID: 13100M509

Shares Voted: 1,287

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Rajatish Mukherjee	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Kevin Peters for lack of diversity on the board. Votes FOR the remaining director nominee, Rajatish (Raj) Mukherjee, are warranted.</i></p>					
1.2	Elect Director Kevin Peters	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Kevin Peters for lack of diversity on the board. Votes FOR the remaining director nominee, Rajatish (Raj) Mukherjee, are warranted.</i></p>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i></p>					
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i></p>					

Cameco Corporation

Meeting Date: 05/09/2024

Country: Canada

Ticker: CCO

Record Date: 03/11/2024

Meeting Type: Annual

Primary Security ID: 13321L108

Shares Voted: 0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
A1	Elect Director Catherine Gignac	Mgmt	For	Against	
<p><i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Catherine Gignac, Kathryn (Kate) Jackson and Leontine van Leeuwen-Atkins for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i></p>					
A2	Elect Director Daniel Camus	Mgmt	For	For	
<p><i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Catherine Gignac, Kathryn (Kate) Jackson and Leontine van Leeuwen-Atkins for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i></p>					
A3	Elect Director Tammy Cook-Searson	Mgmt	For	For	
<p><i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Catherine Gignac, Kathryn (Kate) Jackson and Leontine van Leeuwen-Atkins for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i></p>					
A4	Elect Director Tim Gitzel	Mgmt	For	For	
<p><i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Catherine Gignac, Kathryn (Kate) Jackson and Leontine van Leeuwen-Atkins for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i></p>					
A5	Elect Director Kathryn (Kate) Jackson	Mgmt	For	Against	
<p><i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Catherine Gignac, Kathryn (Kate) Jackson and Leontine van Leeuwen-Atkins for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i></p>					

Cameco Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
A6	Elect Director Don Kayne	Mgmt	For	For	
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Catherine Gignac, Kathryn (Kate) Jackson and Leontine van Leeuwen-Atkins for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
A7	Elect Director Dominique Miniere	Mgmt	For	For	
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Catherine Gignac, Kathryn (Kate) Jackson and Leontine van Leeuwen-Atkins for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
A8	Elect Director Leontine van Leeuwen-Atkins	Mgmt	For	Against	
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Catherine Gignac, Kathryn (Kate) Jackson and Leontine van Leeuwen-Atkins for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
B	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 4.96 percent of the total audit fees paid to the auditor are attributable to non-audit fees.</i>				
C	Advisory Vote on Executive Compensation Approach	Mgmt	For	For	
	<i>Voting Policy Rationale: Vote FOR this non-binding advisory vote as there are no significant issues at this time.</i>				
D	The Undersigned Hereby Certifies that the Shares Represented by this Proxy are Owned and Controlled by a Resident of Canada. Vote FOR = Yes and ABSTAIN = No. A Vote AGAINST will be treated as not voted.	Mgmt	None	Refer	
	<i>Voting Policy Rationale: No recommendation is provided for this "voting" item, as the response is dependent upon a shareholder's citizenship or residency status in Canada.</i>				

CME Group Inc.

Meeting Date: 05/09/2024 **Country:** USA **Ticker:** CME
Record Date: 03/11/2024 **Meeting Type:** Annual
Primary Security ID: 12572Q105

Shares Voted: 4,624

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Terrence A. Duffy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dennis Suskind, Charles Carey, Martin Gepsman, Larry Gerdes, Daniel Glickman, and Phyllis Lockett is warranted for lack of diversity on the board. A vote AGAINST governance committee chair Phyllis Lockett is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Kathryn Benesh	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dennis Suskind, Charles Carey, Martin Gepsman, Larry Gerdes, Daniel Glickman, and Phyllis Lockett is warranted for lack of diversity on the board. A vote AGAINST governance committee chair Phyllis Lockett is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1c	Elect Director Timothy S. Bitsberger	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dennis Suskind, Charles Carey, Martin Gepsman, Larry Gerdes, Daniel Glickman, and Phyllis Lockett is warranted for lack of diversity on the board. A vote AGAINST governance committee chair Phyllis Lockett is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Charles P. Carey	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dennis Suskind, Charles Carey, Martin Gepsman, Larry Gerdes, Daniel Glickman, and Phyllis Lockett is warranted for lack of diversity on the board. A vote AGAINST governance committee chair Phyllis Lockett is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Bryan T. Durkin	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dennis Suskind, Charles Carey, Martin Gepsman, Larry Gerdes, Daniel Glickman, and Phyllis Lockett is warranted for lack of diversity on the board. A vote AGAINST governance committee chair Phyllis Lockett is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Harold Ford, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dennis Suskind, Charles Carey, Martin Gepsman, Larry Gerdes, Daniel Glickman, and Phyllis Lockett is warranted for lack of diversity on the board. A vote AGAINST governance committee chair Phyllis Lockett is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Martin J. Gepsman	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dennis Suskind, Charles Carey, Martin Gepsman, Larry Gerdes, Daniel Glickman, and Phyllis Lockett is warranted for lack of diversity on the board. A vote AGAINST governance committee chair Phyllis Lockett is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Larry G. Gerdes	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dennis Suskind, Charles Carey, Martin Gepsman, Larry Gerdes, Daniel Glickman, and Phyllis Lockett is warranted for lack of diversity on the board. A vote AGAINST governance committee chair Phyllis Lockett is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Daniel R. Glickman	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dennis Suskind, Charles Carey, Martin Gepsman, Larry Gerdes, Daniel Glickman, and Phyllis Lockett is warranted for lack of diversity on the board. A vote AGAINST governance committee chair Phyllis Lockett is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Daniel G. Kaye	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dennis Suskind, Charles Carey, Martin Gepsman, Larry Gerdes, Daniel Glickman, and Phyllis Lockett is warranted for lack of diversity on the board. A vote AGAINST governance committee chair Phyllis Lockett is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Phyllis M. Lockett	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dennis Suskind, Charles Carey, Martin Gepsman, Larry Gerdes, Daniel Glickman, and Phyllis Lockett is warranted for lack of diversity on the board. A vote AGAINST governance committee chair Phyllis Lockett is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				

CME Group Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1l	Elect Director Deborah J. Lucas	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dennis Suskind, Charles Carey, Martin Gepsman, Larry Gerdes, Daniel Glickman, and Phyllis Lockett is warranted for lack of diversity on the board. A vote AGAINST governance committee chair Phyllis Lockett is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1m	Elect Director Terry L. Savage	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dennis Suskind, Charles Carey, Martin Gepsman, Larry Gerdes, Daniel Glickman, and Phyllis Lockett is warranted for lack of diversity on the board. A vote AGAINST governance committee chair Phyllis Lockett is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1n	Elect Director Rahael Seifu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dennis Suskind, Charles Carey, Martin Gepsman, Larry Gerdes, Daniel Glickman, and Phyllis Lockett is warranted for lack of diversity on the board. A vote AGAINST governance committee chair Phyllis Lockett is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1o	Elect Director William R. Shepard	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dennis Suskind, Charles Carey, Martin Gepsman, Larry Gerdes, Daniel Glickman, and Phyllis Lockett is warranted for lack of diversity on the board. A vote AGAINST governance committee chair Phyllis Lockett is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1p	Elect Director Howard J. Siegel	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dennis Suskind, Charles Carey, Martin Gepsman, Larry Gerdes, Daniel Glickman, and Phyllis Lockett is warranted for lack of diversity on the board. A vote AGAINST governance committee chair Phyllis Lockett is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1q	Elect Director Dennis A. Suskind	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dennis Suskind, Charles Carey, Martin Gepsman, Larry Gerdes, Daniel Glickman, and Phyllis Lockett is warranted for lack of diversity on the board. A vote AGAINST governance committee chair Phyllis Lockett is warranted given the problematic capital structure that negatively impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; and * The company maintains an auto-accelerated equity vesting change-in-control provision. Certain concerns are also noted regarding goal rigor and the CEO's relatively large pay targeting.</i>				

CTS Corporation

Meeting Date: 05/09/2024

Country: USA

Ticker: CTS

Record Date: 03/15/2024

Meeting Type: Annual

Primary Security ID: 126501105

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Donna M. Costello	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Profusek, Randy Stone and Alfonso (Chito) Zulueta is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1b	Elect Director Amy M. Dodrill	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Profusek, Randy Stone and Alfonso (Chito) Zulueta is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1c	Elect Director William S. Johnson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Profusek, Randy Stone and Alfonso (Chito) Zulueta is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1d	Elect Director Kieran M. O'Sullivan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Profusek, Randy Stone and Alfonso (Chito) Zulueta is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1e	Elect Director Robert A. Profusek	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Profusek, Randy Stone and Alfonso (Chito) Zulueta is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1f	Elect Director Randy L. Stone	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Profusek, Randy Stone and Alfonso (Chito) Zulueta is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1g	Elect Director Alfonso G. Zulueta	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Profusek, Randy Stone and Alfonso (Chito) Zulueta is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time</i>				
3	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.6 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Discover Financial Services

Meeting Date: 05/09/2024

Country: USA

Ticker: DFS

Record Date: 03/11/2024

Meeting Type: Annual

Primary Security ID: 254709108

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Candace H. Duncan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted. Michael Rhodes resigned from the company as CEO and director and his nomination was withdrawn. The Social Advisory Services recommendation is NONE.</i>				
1.2	Elect Director Joseph F. Eazor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted. Michael Rhodes resigned from the company as CEO and director and his nomination was withdrawn. The Social Advisory Services recommendation is NONE.</i>				
1.3	Elect Director Kathy L. Lonowski	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted. Michael Rhodes resigned from the company as CEO and director and his nomination was withdrawn. The Social Advisory Services recommendation is NONE.</i>				
1.4	Elect Director Thomas G. Maheras	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted. Michael Rhodes resigned from the company as CEO and director and his nomination was withdrawn. The Social Advisory Services recommendation is NONE.</i>				
1.5	Elect Director Daniela O'Leary-Gill	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted. Michael Rhodes resigned from the company as CEO and director and his nomination was withdrawn. The Social Advisory Services recommendation is NONE.</i>				
1.6	Elect Director John B. Owen	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted. Michael Rhodes resigned from the company as CEO and director and his nomination was withdrawn. The Social Advisory Services recommendation is NONE.</i>				
1.7	Elect Director David L. Rawlinson, II	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted. Michael Rhodes resigned from the company as CEO and director and his nomination was withdrawn. The Social Advisory Services recommendation is NONE.</i>				
1.8	Elect Director Michael G. Rhodes *Withdrawn Resolution*	Mgmt			
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted. Michael Rhodes resigned from the company as CEO and director and his nomination was withdrawn. The Social Advisory Services recommendation is NONE.</i>				
1.9	Elect Director J. Michael Shepherd	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted. Michael Rhodes resigned from the company as CEO and director and his nomination was withdrawn. The Social Advisory Services recommendation is NONE.</i>				
1.10	Elect Director Beverley A. Sibbles	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted. Michael Rhodes resigned from the company as CEO and director and his nomination was withdrawn. The Social Advisory Services recommendation is NONE.</i>				
1.11	Elect Director Jennifer L. Wong	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted. Michael Rhodes resigned from the company as CEO and director and his nomination was withdrawn. The Social Advisory Services recommendation is NONE.</i>				

Discover Financial Services

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance were reasonably aligned for the year in review.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.57 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Hainan Airport Infrastructure Co., Ltd.

Meeting Date: 05/09/2024

Country: China

Ticker: 600515

Record Date: 04/30/2024

Meeting Type: Annual

Primary Security ID: Y2982H103

Shares Voted: 102,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Report of the Board of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
2	Approve Report of the Board of Supervisors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
3	Approve Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
4	Approve Financial Budget Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
5	Approve Profit Distribution	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the zero dividend payout is a result of the company's negative financial performance for previous years.</i>				
6	Approve Annual Report and Summary	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
7	Approve Daily Related Party Transactions	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
8	Approve Application of Financing	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the funds will be needed by the company to facilitate its daily operations and business development.</i>				

Hainan Airport Infrastructure Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
9	Approve Unrecovered Losses Exceed One-third of the Total Paid-up Share Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because no concerns have been identified.</i>				
10	Approve External Guarantee Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
11	Approve Provision of Counter Guarantee and Related Party Transactions	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				

iA Financial Corporation Inc.

Meeting Date: 05/09/2024 **Country:** Canada **Ticker:** IAG
Record Date: 03/12/2024 **Meeting Type:** Annual
Primary Security ID: 45075E104

Shares Voted: 2,998

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director William F. Chinery	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Jacques Martin, Emma Griffin, Suzanne Rancourt, and Rebecca Schechter for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.2	Elect Director Benoit Daignault	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Jacques Martin, Emma Griffin, Suzanne Rancourt, and Rebecca Schechter for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.3	Elect Director Nicolas Darveau-Garneau	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Jacques Martin, Emma Griffin, Suzanne Rancourt, and Rebecca Schechter for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.4	Elect Director Martin Gagnon	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Jacques Martin, Emma Griffin, Suzanne Rancourt, and Rebecca Schechter for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.5	Elect Director Alka Gautam	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Jacques Martin, Emma Griffin, Suzanne Rancourt, and Rebecca Schechter for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.6	Elect Director Emma K. Griffin	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Jacques Martin, Emma Griffin, Suzanne Rancourt, and Rebecca Schechter for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.7	Elect Director Ginette Maille	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Jacques Martin, Emma Griffin, Suzanne Rancourt, and Rebecca Schechter for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				

IA Financial Corporation Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.8	Elect Director Jacques Martin	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Jacques Martin, Emma Griffin, Suzanne Rancourt, and Rebecca Schechter for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.9	Elect Director Monique Mercier	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Jacques Martin, Emma Griffin, Suzanne Rancourt, and Rebecca Schechter for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.10	Elect Director Marc Poulin	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Jacques Martin, Emma Griffin, Suzanne Rancourt, and Rebecca Schechter for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.11	Elect Director Suzanne Rancourt	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Jacques Martin, Emma Griffin, Suzanne Rancourt, and Rebecca Schechter for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.12	Elect Director Denis Ricard	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Jacques Martin, Emma Griffin, Suzanne Rancourt, and Rebecca Schechter for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.13	Elect Director Ouma Sananikone	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Jacques Martin, Emma Griffin, Suzanne Rancourt, and Rebecca Schechter for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.14	Elect Director Rebecca Schechter	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Jacques Martin, Emma Griffin, Suzanne Rancourt, and Rebecca Schechter for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.15	Elect Director Ludwig W. Willisch	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Jacques Martin, Emma Griffin, Suzanne Rancourt, and Rebecca Schechter for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
2	Ratify Deloitte LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 9.1 percent of the total audit fees paid to the auditor are attributable to non-audit fees.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR this non-binding advisory vote as there are no significant issues at this time.</i>				
	Shareholder Proposals	Mgmt			
4	SP 1: Adopt ESG Incentive Pay for All Employees	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this shareholder proposal is warranted at this time. The company has an ESG component (NPS) already built into the performance assessments of all employees and senior executives, which has a direct impact on their variable compensation, and more specifically on the determination of their annual bonus. The company revised its Code of Business Conduct, to include a section specific to climate action. It also revised its Sustainability Policy to better integrate climate change into its levers and objectives, which include contributing to a sustainable future, something that cannot be done without everyone, including employees, playing their part. In addition, from 2024, the company plans to develop employee training and awareness activities to better integrate climate change into its operations. Based on the company's ESG disclosure and compensation structure, employee interests appear to be sufficiently aligned with company performance. In addition, some employees may have limited influence over certain ESG metrics and performance due to the nature of their specific roles and responsibilities, making it difficult to link and track compensation with ESG metrics for all employees. In light of the above, the proponent's request appears to be overly prescriptive and unnecessary.</i>				

iA Financial Corporation Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	SP 2: Hold Annual Meetings of the Company in Person with Virtual Meetings as Complements	SH	Against	For	For
	<p><i>Voting Policy Rationale: Vote FOR this shareholder proposal. Compelling investor feedback indicates that a significant majority of shareholders want to retain the ability to attend shareholder meetings in person, even if in a given year they elect to participate only virtually. While shareholders agree with the purported benefits of virtual meetings as highlighted by the board, they believe those benefits should be combined with the option to participate in person, as such "hybrid" meetings would mitigate corporate governance concerns related to virtual-only meetings, while also maximizing attendance and participation. In light of the fact that the COVID-19 public health emergency was declared to have ended in May 2023, the company has not provided compelling reasons for continuing to hold virtual-only shareholder meetings. In the absence of any other extenuating circumstances preventing the company from holding an in-person meeting, support for this shareholder proposal is warranted at this time.</i></p>				
6	SP 3: Auditor Rotation	SH	Against	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. There does not appear to be any publicly disclosed audit related controversy at the company that may raise concerns with respect to the rigor and veracity of the company's annual audit. The audit firms are not only subject to rigorous regulations but also to significant ethical codes. Given the conclusions presented by the IWG review, and regulations surrounding the audit firms, support is not warranted for this shareholder proposal.</i></p>				
7	SP 4: Advisory Vote on Environmental Policies	SH	Against	For	For
	<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted. Additional information on the company's plan to reduce its GHG emissions would allow investors to better understand how the company is managing its climate change related risks and it would allow shareholders to express their opinions on the climate risk management practices of the company.</i></p>				

Indivior PLC

Meeting Date: 05/09/2024 **Country:** United Kingdom **Ticker:** INDV
Record Date: 05/07/2024 **Meeting Type:** Annual
Primary Security ID: G4766E116

Shares Voted: 912

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i></p>				
2	Approve Remuneration Report	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this resolution is considered warranted as no significant concerns have been identified.</i></p>				
3	Approve Remuneration Policy	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR the remuneration policy is warranted although it is not without concern: * The maximum LTIP opportunity at 400% of salary is high relatively for a company of this size in the UK market context. The main reasons for support are: * The Company has provided a cogent rationale, based principally on competition with the US market, where a large portion of its revenues originate. * The shareholding requirement is significantly higher than U.K. market practice and appropriately aligned with the overall LTIP maximum annual opportunity.</i></p>				
4	Elect Keith Humphreys as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Graham Hetherington, Juliet Thompson, Peter Bains, Jerome Lande, Joanna (Jo) Le Couilliard, Barbara Ryan and Mark Stejbach is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i></p>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Re-elect Peter Bains as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Graham Hetherington, Juliet Thompson, Peter Bains, Jerome Lande, Joanna (Jo) Le Couilliard, Barbara Ryan and Mark Stejbach is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
6	Re-elect Mark Crossley as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Graham Hetherington, Juliet Thompson, Peter Bains, Jerome Lande, Joanna (Jo) Le Couilliard, Barbara Ryan and Mark Stejbach is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
7	Re-elect Graham Hetherington as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Graham Hetherington, Juliet Thompson, Peter Bains, Jerome Lande, Joanna (Jo) Le Couilliard, Barbara Ryan and Mark Stejbach is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
8	Re-elect Jerome Lande as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Graham Hetherington, Juliet Thompson, Peter Bains, Jerome Lande, Joanna (Jo) Le Couilliard, Barbara Ryan and Mark Stejbach is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
9	Re-elect Joanna Le Couilliard as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Graham Hetherington, Juliet Thompson, Peter Bains, Jerome Lande, Joanna (Jo) Le Couilliard, Barbara Ryan and Mark Stejbach is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
10	Re-elect Ryan Preblick as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Graham Hetherington, Juliet Thompson, Peter Bains, Jerome Lande, Joanna (Jo) Le Couilliard, Barbara Ryan and Mark Stejbach is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
11	Re-elect Barbara Ryan as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Graham Hetherington, Juliet Thompson, Peter Bains, Jerome Lande, Joanna (Jo) Le Couilliard, Barbara Ryan and Mark Stejbach is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
12	Re-elect Mark Stejbach as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Graham Hetherington, Juliet Thompson, Peter Bains, Jerome Lande, Joanna (Jo) Le Couilliard, Barbara Ryan and Mark Stejbach is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
13	Re-elect Juliet Thompson as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Graham Hetherington, Juliet Thompson, Peter Bains, Jerome Lande, Joanna (Jo) Le Couilliard, Barbara Ryan and Mark Stejbach is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
14	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				

Indivior PLC

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
15	Authorise the Audit and Risk Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
16	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				
17	Approve Indivior 2024 Long-Term Incentive Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted, although not without concerns: * The maximum LTIP opportunity at 400% of salary is high relatively for a company of this size in the UK market context. * Mitigating considerations are discussed under the remuneration policy analysis.</i>				
18	Approve Indivior 2024 Savings-Related Share Option Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this tax-approved plan is warranted because it is broad-based and no corporate governance concerns have been identified.</i>				
19	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
20	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
21	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
22	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				
23	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>				

Integra LifeSciences Holdings Corporation

Meeting Date: 05/09/2024

Country: USA

Ticker: IART

Record Date: 03/11/2024

Meeting Type: Annual

Primary Security ID: 457985208

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Keith Bradley	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Barbara Hill, Keith Bradley, and Raymond Murphy is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Shaundra D. Clay	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Barbara Hill, Keith Bradley, and Raymond Murphy is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Jan De Witte	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Barbara Hill, Keith Bradley, and Raymond Murphy is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Stuart M. Essig	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Barbara Hill, Keith Bradley, and Raymond Murphy is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Jeffrey A. Graves	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Barbara Hill, Keith Bradley, and Raymond Murphy is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Barbara B. Hill	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Barbara Hill, Keith Bradley, and Raymond Murphy is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Renee W. Lo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Barbara Hill, Keith Bradley, and Raymond Murphy is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Raymond G. Murphy	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Barbara Hill, Keith Bradley, and Raymond Murphy is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Christian S. Schade	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Barbara Hill, Keith Bradley, and Raymond Murphy is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 17.48 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				
4	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i>				

Integra LifeSciences Holdings Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Amend Omnibus Stock Plan	Mgmt	For	For	For

Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.

Itron, Inc.

Meeting Date: 05/09/2024 **Country:** USA **Ticker:** ITRI
Record Date: 03/05/2024 **Meeting Type:** Annual
Primary Security ID: 465741106

Shares Voted: 299

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Sanjay Mirchandani	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Santiago Perez is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1b	Elect Director Thomas L. Deitrich	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Santiago Perez is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1c	Elect Director Timothy M. Leyden	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Santiago Perez is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1d	Elect Director Santiago Perez	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Santiago Perez is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>					
3	Amend Omnibus Stock Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>					
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 22.43 percent of the fees paid to the auditor are for non-audit purposes.</i>					

Manulife Financial Corp.

Meeting Date: 05/09/2024 **Country:** Canada **Ticker:** MFC
Record Date: 03/13/2024 **Meeting Type:** Annual
Primary Security ID: 56501R106

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Nicole S. Arnaboldi	Mgmt	For	For	For
<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>					
1.2	Elect Director Guy L.T. Bainbridge	Mgmt	For	For	For
<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>					
1.3	Elect Director Susan F. Dabarno	Mgmt	For	For	For
<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>					
1.4	Elect Director Julie E. Dickson	Mgmt	For	For	For
<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>					
1.5	Elect Director J. Michael Durland	Mgmt	For	For	For
<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>					
1.6	Elect Director Roy Gori	Mgmt	For	For	For
<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>					
1.7	Elect Director Donald P. Kanak	Mgmt	For	For	For
<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>					
1.8	Elect Director Vanessa Kanu	Mgmt	For	For	For
<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>					
1.9	Elect Director Donald R. Lindsay	Mgmt	For	For	For
<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>					
1.10	Elect Director Anna Manning	Mgmt	For	For	For
<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>					
1.11	Elect Director C. James Prieur	Mgmt	For	For	For
<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>					
1.12	Elect Director May Tan	Mgmt	For	For	For
<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>					
1.13	Elect Director Leagh E. Turner	Mgmt	For	For	For
<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>					
1.14	Elect Director John Wong	Mgmt	For	For	For
<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>					
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.07 percent of the total audit fees paid to the auditor are attributable to non-audit fees.</i>					

Manulife Financial Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For	For

Voting Policy Rationale: Vote FOR this non-binding advisory vote as there are no significant issues at this time.

Materion Corporation

Meeting Date: 05/09/2024 **Country:** USA **Ticker:** MTRN
Record Date: 03/15/2024 **Meeting Type:** Annual
Primary Security ID: 576690101

Shares Voted: 388

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Vinod M. Khilnani	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Vinod Khilnani, Emily Liggett, Robert (Bob) Phillippy, Patrick Prevost, N. Mohan Reddy, Craig Shular, Darlene Solomon and Robert (Bob) Toth for lack of diversity on the board. A vote FOR the remaining director nominee is warranted.</i>					
1.2	Elect Director Emily M. Liggett	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Vinod Khilnani, Emily Liggett, Robert (Bob) Phillippy, Patrick Prevost, N. Mohan Reddy, Craig Shular, Darlene Solomon and Robert (Bob) Toth for lack of diversity on the board. A vote FOR the remaining director nominee is warranted.</i>					
1.3	Elect Director Robert J. Phillippy	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Vinod Khilnani, Emily Liggett, Robert (Bob) Phillippy, Patrick Prevost, N. Mohan Reddy, Craig Shular, Darlene Solomon and Robert (Bob) Toth for lack of diversity on the board. A vote FOR the remaining director nominee is warranted.</i>					
1.4	Elect Director Patrick Prevost	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Vinod Khilnani, Emily Liggett, Robert (Bob) Phillippy, Patrick Prevost, N. Mohan Reddy, Craig Shular, Darlene Solomon and Robert (Bob) Toth for lack of diversity on the board. A vote FOR the remaining director nominee is warranted.</i>					
1.5	Elect Director N. Mohan Reddy	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Vinod Khilnani, Emily Liggett, Robert (Bob) Phillippy, Patrick Prevost, N. Mohan Reddy, Craig Shular, Darlene Solomon and Robert (Bob) Toth for lack of diversity on the board. A vote FOR the remaining director nominee is warranted.</i>					
1.6	Elect Director Craig S. Shular	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Vinod Khilnani, Emily Liggett, Robert (Bob) Phillippy, Patrick Prevost, N. Mohan Reddy, Craig Shular, Darlene Solomon and Robert (Bob) Toth for lack of diversity on the board. A vote FOR the remaining director nominee is warranted.</i>					
1.7	Elect Director Darlene J. S. Solomon	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Vinod Khilnani, Emily Liggett, Robert (Bob) Phillippy, Patrick Prevost, N. Mohan Reddy, Craig Shular, Darlene Solomon and Robert (Bob) Toth for lack of diversity on the board. A vote FOR the remaining director nominee is warranted.</i>					
1.8	Elect Director Robert B. Toth	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Vinod Khilnani, Emily Liggett, Robert (Bob) Phillippy, Patrick Prevost, N. Mohan Reddy, Craig Shular, Darlene Solomon and Robert (Bob) Toth for lack of diversity on the board. A vote FOR the remaining director nominee is warranted.</i>					

Materion Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.9	Elect Director Jugal K. Vijayvargiya	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Vinod Khilnani, Emily Liggett, Robert (Bob) Phillippy, Patrick Prevost, N. Mohan Reddy, Craig Shular, Darlene Solomon and Robert (Bob) Toth for lack of diversity on the board. A vote FOR the remaining director nominee is warranted.</i></p>					
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 18.7 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; and * The company maintains a modified single trigger change-in-control agreement provision.</i></p>					

Mettler-Toledo International Inc.

Meeting Date: 05/09/2024 **Country:** USA **Ticker:** MTD
Record Date: 03/11/2024 **Meeting Type:** Annual
Primary Security ID: 592688105

Shares Voted: 394

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Roland Diggelmann	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Salice, Domitille Doat-Le Bigot and Ingrid Zhang is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.2	Elect Director Domitille Doat-Le Bigot	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Salice, Domitille Doat-Le Bigot and Ingrid Zhang is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.3	Elect Director Elisha W. Finney	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Salice, Domitille Doat-Le Bigot and Ingrid Zhang is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.4	Elect Director Richard Francis	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Salice, Domitille Doat-Le Bigot and Ingrid Zhang is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.5	Elect Director Michael A. Kelly	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Salice, Domitille Doat-Le Bigot and Ingrid Zhang is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.6	Elect Director Thomas P. Salice	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Salice, Domitille Doat-Le Bigot and Ingrid Zhang is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

Mettler-Toledo International Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.7	Elect Director Wolfgang Wienand	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Salice, Domitille Doat-Le Bigot and Ingrid Zhang is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.8	Elect Director Ingrid Zhang	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Salice, Domitille Doat-Le Bigot and Ingrid Zhang is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 8.15 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * A majority of equity awards to the CEO are not tied to performance-contingent pay elements; and * Excessive differentials between CEO pay and the pay of other named executive officers at the firm.</i></p>					

Mueller Industries, Inc.

Meeting Date: 05/09/2024 **Country:** USA **Ticker:** MLI
Record Date: 03/14/2024 **Meeting Type:** Annual
Primary Security ID: 624756102

Shares Voted: 1,606

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Gregory L. Christopher	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Elizabeth (Lisa) Donovan, Scott Goldman and John Hansen for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1.2	Elect Director Elizabeth Donovan	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Elizabeth (Lisa) Donovan, Scott Goldman and John Hansen for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1.3	Elect Director William C. Drummond	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Elizabeth (Lisa) Donovan, Scott Goldman and John Hansen for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1.4	Elect Director Gary S. Gladstein	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Elizabeth (Lisa) Donovan, Scott Goldman and John Hansen for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					

Mueller Industries, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.5	Elect Director Scott J. Goldman	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Elizabeth (Lisa) Donovan, Scott Goldman and John Hansen for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.6	Elect Director John B. Hansen	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Elizabeth (Lisa) Donovan, Scott Goldman and John Hansen for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.7	Elect Director Terry Hermanson	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Elizabeth (Lisa) Donovan, Scott Goldman and John Hansen for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.8	Elect Director Charles P. Herzog, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Elizabeth (Lisa) Donovan, Scott Goldman and John Hansen for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 12.15 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; and * The company maintains an auto-accelerated equity vesting change-in-control provision.</i>				
4	Approve Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				

Norfolk Southern Corporation

Meeting Date: 05/09/2024 **Country:** USA **Ticker:** NSC
Record Date: 03/04/2024 **Meeting Type:** Proxy Contest
Primary Security ID: 655844108

Shares Voted: 1,916

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Management Universal Proxy (White Proxy Card)	Mgmt			
	From the Combined List of Management & Dissident Nominees - Elect 13 Directors	Mgmt			
1a	Elect Management Nominee Director Richard H. Anderson	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				

Norfolk Southern Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1b	Elect Management Nominee Director Philip S. Davidson	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1c	Elect Management Nominee Director Francesca A. DeBiase	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1d	Elect Management Nominee Director Marcela E. Donadio	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1e	Elect Management Nominee Director Mary Kathryn "Heidi" Heitkamp	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1f	Elect Management Nominee Director John C. Huffard, Jr.	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1g	Elect Management Nominee Director Christopher T. Jones	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1h	Elect Management Nominee Director Thomas C. Kelleher	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1i	Elect Management Nominee Director Amy E. Miles	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1j	Elect Management Nominee Director Claude Mongeau	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1k	Elect Management Nominee Director Jennifer F. Scanlon	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1l	Elect Management Nominee Director Alan H. Shaw	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1m	Elect Management Nominee Director John R. Thompson	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1n	Elect Dissident Nominee Director Betsy Atkins	SH	Withhold	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1o	Elect Dissident Nominee Director James Barber, Jr.	SH	Withhold	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				

Norfolk Southern Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1p	Elect Dissident Nominee Director William Clyburn, Jr.	SH	Withhold	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1q	Elect Dissident Nominee Director Sameh Fahmy	SH	Withhold	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1r	Elect Dissident Nominee Director John Kasich	SH	Withhold	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1s	Elect Dissident Nominee Director Gilbert Lamphere	SH	Withhold	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1t	Elect Dissident Nominee Director Allison Landry	SH	Withhold	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
4	Report on Lobbying Payments and Policy	SH	Against	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
5	Repeal Any Bylaw Provisions Without Shareholder Approval Subsequent to July 25, 2023	SH	Against	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
	Dissident Universal Proxy (Blue Proxy Card)	Mgmt			
	From the Combined List of Management & Dissident Nominees - Elect 13 Directors	Mgmt			
1a	Elect Dissident Nominee Director Betsy Atkins	SH	For	For	For
	<i>Voting Policy Rationale: The dissident has presented a compelling case for substantial board change, and the underlying concerns rise to a level suggesting that a change in board control is required. As such, votes FOR dissident nominees Betsy Atkins, James Barber, Jr., William Clyburn, Sameh Fahmy, John Kasich, Gilbert Lamphere, and Allison Landry are warranted. Votes FOR management nominees Richard Anderson, Philip Davidson, Francesca DeBiase, Marcela Donadio, and Christopher Jones are also warranted. WITHHOLD votes are considered warranted for management nominees Mary Katherine "Heidi" Heitkamp, John Huffard, Jr., Claude Mongaue, Amy Miles, Jennifer Scanlon, Alan Shaw, John Thompson, and Thomas Kelleher given the concerns regarding the company's human capital mismanagement and handling of the aftermath of the East Palestine derailment, among other incidents.</i>				

Norfolk Southern Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1b	Elect Dissident Nominee Director James Barber, Jr.	SH	For	For	For
<p><i>Voting Policy Rationale: The dissident has presented a compelling case for substantial board change, and the underlying concerns rise to a level suggesting that a change in board control is required. As such, votes FOR dissident nominees Betsy Atkins, James Barber, Jr., William Clyburn, Sameh Fahmy, John Kasich, Gilbert Lamphere, and Allison Landry are warranted. Votes FOR management nominees Richard Anderson, Philip Davidson, Francesca DeBiase, Marcela Donadio, and Christopher Jones are also warranted. WITHHOLD votes are considered warranted for management nominees Mary Katherine "Heidi" Heitkamp, John Huffard, Jr., Claude Mongaeu, Amy Miles, Jennifer Scanlon, Alan Shaw, John Thompson, and Thomas Kelleher given the concerns regarding the company's human capital mismanagement and handling of the aftermath of the East Palestine derailment., among other incidents.</i></p>					
1c	Elect Dissident Nominee Director William Clyburn, Jr.	SH	For	For	For
<p><i>Voting Policy Rationale: The dissident has presented a compelling case for substantial board change, and the underlying concerns rise to a level suggesting that a change in board control is required. As such, votes FOR dissident nominees Betsy Atkins, James Barber, Jr., William Clyburn, Sameh Fahmy, John Kasich, Gilbert Lamphere, and Allison Landry are warranted. Votes FOR management nominees Richard Anderson, Philip Davidson, Francesca DeBiase, Marcela Donadio, and Christopher Jones are also warranted. WITHHOLD votes are considered warranted for management nominees Mary Katherine "Heidi" Heitkamp, John Huffard, Jr., Claude Mongaeu, Amy Miles, Jennifer Scanlon, Alan Shaw, John Thompson, and Thomas Kelleher given the concerns regarding the company's human capital mismanagement and handling of the aftermath of the East Palestine derailment., among other incidents.</i></p>					
1d	Elect Dissident Nominee Director Sameh Fahmy	SH	For	For	For
<p><i>Voting Policy Rationale: The dissident has presented a compelling case for substantial board change, and the underlying concerns rise to a level suggesting that a change in board control is required. As such, votes FOR dissident nominees Betsy Atkins, James Barber, Jr., William Clyburn, Sameh Fahmy, John Kasich, Gilbert Lamphere, and Allison Landry are warranted. Votes FOR management nominees Richard Anderson, Philip Davidson, Francesca DeBiase, Marcela Donadio, and Christopher Jones are also warranted. WITHHOLD votes are considered warranted for management nominees Mary Katherine "Heidi" Heitkamp, John Huffard, Jr., Claude Mongaeu, Amy Miles, Jennifer Scanlon, Alan Shaw, John Thompson, and Thomas Kelleher given the concerns regarding the company's human capital mismanagement and handling of the aftermath of the East Palestine derailment., among other incidents.</i></p>					
1e	Elect Dissident Nominee Director John Kasich	SH	For	For	For
<p><i>Voting Policy Rationale: The dissident has presented a compelling case for substantial board change, and the underlying concerns rise to a level suggesting that a change in board control is required. As such, votes FOR dissident nominees Betsy Atkins, James Barber, Jr., William Clyburn, Sameh Fahmy, John Kasich, Gilbert Lamphere, and Allison Landry are warranted. Votes FOR management nominees Richard Anderson, Philip Davidson, Francesca DeBiase, Marcela Donadio, and Christopher Jones are also warranted. WITHHOLD votes are considered warranted for management nominees Mary Katherine "Heidi" Heitkamp, John Huffard, Jr., Claude Mongaeu, Amy Miles, Jennifer Scanlon, Alan Shaw, John Thompson, and Thomas Kelleher given the concerns regarding the company's human capital mismanagement and handling of the aftermath of the East Palestine derailment., among other incidents.</i></p>					
1f	Elect Dissident Nominee Director Gilbert Lamphere	SH	For	For	For
<p><i>Voting Policy Rationale: The dissident has presented a compelling case for substantial board change, and the underlying concerns rise to a level suggesting that a change in board control is required. As such, votes FOR dissident nominees Betsy Atkins, James Barber, Jr., William Clyburn, Sameh Fahmy, John Kasich, Gilbert Lamphere, and Allison Landry are warranted. Votes FOR management nominees Richard Anderson, Philip Davidson, Francesca DeBiase, Marcela Donadio, and Christopher Jones are also warranted. WITHHOLD votes are considered warranted for management nominees Mary Katherine "Heidi" Heitkamp, John Huffard, Jr., Claude Mongaeu, Amy Miles, Jennifer Scanlon, Alan Shaw, John Thompson, and Thomas Kelleher given the concerns regarding the company's human capital mismanagement and handling of the aftermath of the East Palestine derailment., among other incidents.</i></p>					

Norfolk Southern Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1g	Elect Dissident Nominee Director Allison Landry	SH	For	For	For
	<p><i>Voting Policy Rationale: The dissident has presented a compelling case for substantial board change, and the underlying concerns rise to a level suggesting that a change in board control is required. As such, votes FOR dissident nominees Betsy Atkins, James Barber, Jr., William Clyburn, Sameh Fahmy, John Kasich, Gilbert Lamphere, and Allison Landry are warranted. Votes FOR management nominees Richard Anderson, Philip Davidson, Francesca DeBiase, Marcela Donadio, and Christopher Jones are also warranted. WITHHOLD votes are considered warranted for management nominees Mary Katherine "Heidi" Heitkamp, John Huffard, Jr., Claude Mongaeu, Amy Miles, Jennifer Scanlon, Alan Shaw, John Thompson, and Thomas Kelleher given the concerns regarding the company's human capital mismanagement and handling of the aftermath of the East Palestine derailment., among other incidents.</i></p>				
1h	Elect Management Nominee Director Mary Kathryn "Heidi" Heitkamp	Mgmt	Withhold	Withhold	Withhold
	<p><i>Voting Policy Rationale: The dissident has presented a compelling case for substantial board change, and the underlying concerns rise to a level suggesting that a change in board control is required. As such, votes FOR dissident nominees Betsy Atkins, James Barber, Jr., William Clyburn, Sameh Fahmy, John Kasich, Gilbert Lamphere, and Allison Landry are warranted. Votes FOR management nominees Richard Anderson, Philip Davidson, Francesca DeBiase, Marcela Donadio, and Christopher Jones are also warranted. WITHHOLD votes are considered warranted for management nominees Mary Katherine "Heidi" Heitkamp, John Huffard, Jr., Claude Mongaeu, Amy Miles, Jennifer Scanlon, Alan Shaw, John Thompson, and Thomas Kelleher given the concerns regarding the company's human capital mismanagement and handling of the aftermath of the East Palestine derailment., among other incidents.</i></p>				
1i	Elect Management Nominee Director John C. Huffard, Jr.	Mgmt	Withhold	Withhold	Withhold
	<p><i>Voting Policy Rationale: The dissident has presented a compelling case for substantial board change, and the underlying concerns rise to a level suggesting that a change in board control is required. As such, votes FOR dissident nominees Betsy Atkins, James Barber, Jr., William Clyburn, Sameh Fahmy, John Kasich, Gilbert Lamphere, and Allison Landry are warranted. Votes FOR management nominees Richard Anderson, Philip Davidson, Francesca DeBiase, Marcela Donadio, and Christopher Jones are also warranted. WITHHOLD votes are considered warranted for management nominees Mary Katherine "Heidi" Heitkamp, John Huffard, Jr., Claude Mongaeu, Amy Miles, Jennifer Scanlon, Alan Shaw, John Thompson, and Thomas Kelleher given the concerns regarding the company's human capital mismanagement and handling of the aftermath of the East Palestine derailment., among other incidents.</i></p>				
1j	Elect Management Nominee Director Claude Mongaeu	Mgmt	Withhold	Withhold	Withhold
	<p><i>Voting Policy Rationale: The dissident has presented a compelling case for substantial board change, and the underlying concerns rise to a level suggesting that a change in board control is required. As such, votes FOR dissident nominees Betsy Atkins, James Barber, Jr., William Clyburn, Sameh Fahmy, John Kasich, Gilbert Lamphere, and Allison Landry are warranted. Votes FOR management nominees Richard Anderson, Philip Davidson, Francesca DeBiase, Marcela Donadio, and Christopher Jones are also warranted. WITHHOLD votes are considered warranted for management nominees Mary Katherine "Heidi" Heitkamp, John Huffard, Jr., Claude Mongaeu, Amy Miles, Jennifer Scanlon, Alan Shaw, John Thompson, and Thomas Kelleher given the concerns regarding the company's human capital mismanagement and handling of the aftermath of the East Palestine derailment., among other incidents.</i></p>				
1k	Elect Management Nominee Director Amy E. Miles	Mgmt	Withhold	Withhold	Withhold
	<p><i>Voting Policy Rationale: The dissident has presented a compelling case for substantial board change, and the underlying concerns rise to a level suggesting that a change in board control is required. As such, votes FOR dissident nominees Betsy Atkins, James Barber, Jr., William Clyburn, Sameh Fahmy, John Kasich, Gilbert Lamphere, and Allison Landry are warranted. Votes FOR management nominees Richard Anderson, Philip Davidson, Francesca DeBiase, Marcela Donadio, and Christopher Jones are also warranted. WITHHOLD votes are considered warranted for management nominees Mary Katherine "Heidi" Heitkamp, John Huffard, Jr., Claude Mongaeu, Amy Miles, Jennifer Scanlon, Alan Shaw, John Thompson, and Thomas Kelleher given the concerns regarding the company's human capital mismanagement and handling of the aftermath of the East Palestine derailment., among other incidents.</i></p>				

Norfolk Southern Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1l	Elect Management Nominee Director Jennifer F. Scanlon	Mgmt	Withhold	Withhold	Withhold
<p><i>Voting Policy Rationale: The dissident has presented a compelling case for substantial board change, and the underlying concerns rise to a level suggesting that a change in board control is required. As such, votes FOR dissident nominees Betsy Atkins, James Barber, Jr., William Clyburn, Sameh Fahmy, John Kasich, Gilbert Lamphere, and Allison Landry are warranted. Votes FOR management nominees Richard Anderson, Philip Davidson, Francesca DeBiase, Marcela Donadio, and Christopher Jones are also warranted. WITHHOLD votes are considered warranted for management nominees Mary Katherine "Heidi" Heitkamp, John Huffard, Jr., Claude Mongaeu, Amy Miles, Jennifer Scanlon, Alan Shaw, John Thompson, and Thomas Kelleher given the concerns regarding the company's human capital mismanagement and handling of the aftermath of the East Palestine derailment., among other incidents.</i></p>					
1m	Elect Management Nominee Director Alan H. Shaw	Mgmt	Withhold	Withhold	Withhold
<p><i>Voting Policy Rationale: The dissident has presented a compelling case for substantial board change, and the underlying concerns rise to a level suggesting that a change in board control is required. As such, votes FOR dissident nominees Betsy Atkins, James Barber, Jr., William Clyburn, Sameh Fahmy, John Kasich, Gilbert Lamphere, and Allison Landry are warranted. Votes FOR management nominees Richard Anderson, Philip Davidson, Francesca DeBiase, Marcela Donadio, and Christopher Jones are also warranted. WITHHOLD votes are considered warranted for management nominees Mary Katherine "Heidi" Heitkamp, John Huffard, Jr., Claude Mongaeu, Amy Miles, Jennifer Scanlon, Alan Shaw, John Thompson, and Thomas Kelleher given the concerns regarding the company's human capital mismanagement and handling of the aftermath of the East Palestine derailment., among other incidents.</i></p>					
1n	Elect Management Nominee Director John R. Thompson	Mgmt	Withhold	Withhold	Withhold
<p><i>Voting Policy Rationale: The dissident has presented a compelling case for substantial board change, and the underlying concerns rise to a level suggesting that a change in board control is required. As such, votes FOR dissident nominees Betsy Atkins, James Barber, Jr., William Clyburn, Sameh Fahmy, John Kasich, Gilbert Lamphere, and Allison Landry are warranted. Votes FOR management nominees Richard Anderson, Philip Davidson, Francesca DeBiase, Marcela Donadio, and Christopher Jones are also warranted. WITHHOLD votes are considered warranted for management nominees Mary Katherine "Heidi" Heitkamp, John Huffard, Jr., Claude Mongaeu, Amy Miles, Jennifer Scanlon, Alan Shaw, John Thompson, and Thomas Kelleher given the concerns regarding the company's human capital mismanagement and handling of the aftermath of the East Palestine derailment., among other incidents.</i></p>					
1o	Elect Management Nominee Director Richard H. Anderson	Mgmt	None	For	For
<p><i>Voting Policy Rationale: The dissident has presented a compelling case for substantial board change, and the underlying concerns rise to a level suggesting that a change in board control is required. As such, votes FOR dissident nominees Betsy Atkins, James Barber, Jr., William Clyburn, Sameh Fahmy, John Kasich, Gilbert Lamphere, and Allison Landry are warranted. Votes FOR management nominees Richard Anderson, Philip Davidson, Francesca DeBiase, Marcela Donadio, and Christopher Jones are also warranted. WITHHOLD votes are considered warranted for management nominees Mary Katherine "Heidi" Heitkamp, John Huffard, Jr., Claude Mongaeu, Amy Miles, Jennifer Scanlon, Alan Shaw, John Thompson, and Thomas Kelleher given the concerns regarding the company's human capital mismanagement and handling of the aftermath of the East Palestine derailment., among other incidents.</i></p>					
1p	Elect Management Nominee Director Philip S. Davidson	Mgmt	None	For	For
<p><i>Voting Policy Rationale: The dissident has presented a compelling case for substantial board change, and the underlying concerns rise to a level suggesting that a change in board control is required. As such, votes FOR dissident nominees Betsy Atkins, James Barber, Jr., William Clyburn, Sameh Fahmy, John Kasich, Gilbert Lamphere, and Allison Landry are warranted. Votes FOR management nominees Richard Anderson, Philip Davidson, Francesca DeBiase, Marcela Donadio, and Christopher Jones are also warranted. WITHHOLD votes are considered warranted for management nominees Mary Katherine "Heidi" Heitkamp, John Huffard, Jr., Claude Mongaeu, Amy Miles, Jennifer Scanlon, Alan Shaw, John Thompson, and Thomas Kelleher given the concerns regarding the company's human capital mismanagement and handling of the aftermath of the East Palestine derailment., among other incidents.</i></p>					

Norfolk Southern Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1q	Elect Management Nominee Director Francesca A. DeBiase	Mgmt	None	For	For
<p><i>Voting Policy Rationale: The dissident has presented a compelling case for substantial board change, and the underlying concerns rise to a level suggesting that a change in board control is required. As such, votes FOR dissident nominees Betsy Atkins, James Barber, Jr., William Clyburn, Sameh Fahmy, John Kasich, Gilbert Lamphere, and Allison Landry are warranted. Votes FOR management nominees Richard Anderson, Philip Davidson, Francesca DeBiase, Marcela Donadio, and Christopher Jones are also warranted. WITHHOLD votes are considered warranted for management nominees Mary Katherine "Heidi" Heitkamp, John Huffard, Jr., Claude Mongaeu, Amy Miles, Jennifer Scanlon, Alan Shaw, John Thompson, and Thomas Kelleher given the concerns regarding the company's human capital mismanagement and handling of the aftermath of the East Palestine derailment., among other incidents.</i></p>					
1r	Elect Management Nominee Director Marcela E. Donadio	Mgmt	None	For	For
<p><i>Voting Policy Rationale: The dissident has presented a compelling case for substantial board change, and the underlying concerns rise to a level suggesting that a change in board control is required. As such, votes FOR dissident nominees Betsy Atkins, James Barber, Jr., William Clyburn, Sameh Fahmy, John Kasich, Gilbert Lamphere, and Allison Landry are warranted. Votes FOR management nominees Richard Anderson, Philip Davidson, Francesca DeBiase, Marcela Donadio, and Christopher Jones are also warranted. WITHHOLD votes are considered warranted for management nominees Mary Katherine "Heidi" Heitkamp, John Huffard, Jr., Claude Mongaeu, Amy Miles, Jennifer Scanlon, Alan Shaw, John Thompson, and Thomas Kelleher given the concerns regarding the company's human capital mismanagement and handling of the aftermath of the East Palestine derailment., among other incidents.</i></p>					
1s	Elect Management Nominee Director Christopher T. Jones	Mgmt	None	For	For
<p><i>Voting Policy Rationale: The dissident has presented a compelling case for substantial board change, and the underlying concerns rise to a level suggesting that a change in board control is required. As such, votes FOR dissident nominees Betsy Atkins, James Barber, Jr., William Clyburn, Sameh Fahmy, John Kasich, Gilbert Lamphere, and Allison Landry are warranted. Votes FOR management nominees Richard Anderson, Philip Davidson, Francesca DeBiase, Marcela Donadio, and Christopher Jones are also warranted. WITHHOLD votes are considered warranted for management nominees Mary Katherine "Heidi" Heitkamp, John Huffard, Jr., Claude Mongaeu, Amy Miles, Jennifer Scanlon, Alan Shaw, John Thompson, and Thomas Kelleher given the concerns regarding the company's human capital mismanagement and handling of the aftermath of the East Palestine derailment., among other incidents.</i></p>					
1t	Elect Management Nominee Director Thomas C. Kelleher	Mgmt	None	Withhold	Withhold
<p><i>Voting Policy Rationale: The dissident has presented a compelling case for substantial board change, and the underlying concerns rise to a level suggesting that a change in board control is required. As such, votes FOR dissident nominees Betsy Atkins, James Barber, Jr., William Clyburn, Sameh Fahmy, John Kasich, Gilbert Lamphere, and Allison Landry are warranted. Votes FOR management nominees Richard Anderson, Philip Davidson, Francesca DeBiase, Marcela Donadio, and Christopher Jones are also warranted. WITHHOLD votes are considered warranted for management nominees Mary Katherine "Heidi" Heitkamp, John Huffard, Jr., Claude Mongaeu, Amy Miles, Jennifer Scanlon, Alan Shaw, John Thompson, and Thomas Kelleher given the concerns regarding the company's human capital mismanagement and handling of the aftermath of the East Palestine derailment., among other incidents.</i></p>					
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	None	Against	Against
<p><i>Voting Policy Rationale: While pay and performance appear to be reasonably aligned for the year in review, concerns are raised regarding the committee's decision to increase the vesting of closing cycle PSUs by excluding costs associated with the derailment in East Palestine. While the committee provided rationale explaining their decision, many investors view the adjustment of closing cycle PSUs to be a problematic practice. In light of this problematic decision, a vote AGAINST this proposal is warranted.</i></p>					
4	Report on Lobbying Payments and Policy	SH	None	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, as additional disclosure of the company's direct and indirect lobbying-related expenditures would allow shareholders to better assess the risks and benefits associated with the company's participation in the public policy process.</i></p>					

Norfolk Southern Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Repeal Any Bylaw Provisions Without Shareholder Approval Subsequent to July 25, 2023	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted given support for the underlying dissident case for change, and the fact that there seems to be little downside risk to shareholders in approving this specific request.</i></p>					

Nucor Corporation

Meeting Date: 05/09/2024 Country: USA Ticker: NUE
 Record Date: 03/11/2024 Meeting Type: Annual
 Primary Security ID: 670346105

Shares Voted: 4,493

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Norma B. Clayton	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Christopher (Chris) Kearney, Norma Clayton, Patrick Dempsey, Laurette Koellner, Michael Lamach and Nadja West for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.2	Elect Director Patrick J. Dempsey	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Christopher (Chris) Kearney, Norma Clayton, Patrick Dempsey, Laurette Koellner, Michael Lamach and Nadja West for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.3	Elect Director Nicholas C. Gangestad	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Christopher (Chris) Kearney, Norma Clayton, Patrick Dempsey, Laurette Koellner, Michael Lamach and Nadja West for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.4	Elect Director Christopher J. Kearney	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Christopher (Chris) Kearney, Norma Clayton, Patrick Dempsey, Laurette Koellner, Michael Lamach and Nadja West for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.5	Elect Director Laurette T. Koellner	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Christopher (Chris) Kearney, Norma Clayton, Patrick Dempsey, Laurette Koellner, Michael Lamach and Nadja West for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.6	Elect Director Michael W. Lamach	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Christopher (Chris) Kearney, Norma Clayton, Patrick Dempsey, Laurette Koellner, Michael Lamach and Nadja West for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.7	Elect Director Leon J. Topalian	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Christopher (Chris) Kearney, Norma Clayton, Patrick Dempsey, Laurette Koellner, Michael Lamach and Nadja West for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

Nucor Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.8	Elect Director Nadja Y. West	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Christopher (Chris) Kearney, Norma Clayton, Patrick Dempsey, Laurette Koellner, Michael Lamach and Nadja West for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.93 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; * The company maintains an auto-accelerated equity vesting change-in-control provision.</i>				

Onex Corporation

Meeting Date: 05/09/2024 **Country:** Canada **Ticker:** ONEX
Record Date: 03/25/2024 **Meeting Type:** Annual/Special
Primary Security ID: 68272K103

Shares Voted: 10,872

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1A	Elect Director Lisa Carnoy	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Lisa Carnoy and Sarabjit (Sabi) Marwah for lack of diversity on the board. Vote FOR the remaining proposed nominees.</i>				
1B	Elect Director Robert M. Le Blanc	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Lisa Carnoy and Sarabjit (Sabi) Marwah for lack of diversity on the board. Vote FOR the remaining proposed nominees.</i>				
1C	Elect Director Sarabjit S. Marwah	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Lisa Carnoy and Sarabjit (Sabi) Marwah for lack of diversity on the board. Vote FOR the remaining proposed nominees.</i>				
1D	Elect Director Beth A. Wilkinson	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Lisa Carnoy and Sarabjit (Sabi) Marwah for lack of diversity on the board. Vote FOR the remaining proposed nominees.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR this item because only 3.54 percent of the total audit fees paid to the auditor are attributable to non-audit fees.</i>				
3	Authorize Board to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR this item because only 3.54 percent of the total audit fees paid to the auditor are attributable to non-audit fees.</i>				

Onex Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Advisory Vote on Executive Compensation Approach	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote FOR this non-binding advisory vote as there are no significant issues at this time. Although the quantitative pay-for-performance screen has identified a medium concern, overall, the company has demonstrated adequate stewardship of investor's interests regarding executive compensation.</i></p>					
5	Adopt By-Law No. 5	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote FOR the proposed by-law as it is proposed in connection with regulatory and/or legal obligations and no significant governance concerns have been identified.</i></p>					

Power Corporation of Canada

Meeting Date: 05/09/2024 **Country:** Canada **Ticker:** POW
Record Date: 03/20/2024 **Meeting Type:** Annual
Primary Security ID: 739239101

Shares Voted: 9,168

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Meeting for Holders of Participating Preferred and Subordinate Voting Shares	Mgmt			
1.1	Elect Director Pierre Beaudoin	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote AGAINST Paul Desmarais Jr. and Andre Desmarais for serving as controlling shareholders on the Nominating Committee. Vote AGAINST incumbent nominating committee members Paul Desmarais Jr., Anthony Graham, Andre Desmarais and Isabelle Marcoux for lack of diversity on the board. Vote FOR the other proposed nominees.</i></p>					
1.2	Elect Director Marcel R. Coutu	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote AGAINST Paul Desmarais Jr. and Andre Desmarais for serving as controlling shareholders on the Nominating Committee. Vote AGAINST incumbent nominating committee members Paul Desmarais Jr., Anthony Graham, Andre Desmarais and Isabelle Marcoux for lack of diversity on the board. Vote FOR the other proposed nominees.</i></p>					
1.3	Elect Director Andre Desmarais	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Vote AGAINST Paul Desmarais Jr. and Andre Desmarais for serving as controlling shareholders on the Nominating Committee. Vote AGAINST incumbent nominating committee members Paul Desmarais Jr., Anthony Graham, Andre Desmarais and Isabelle Marcoux for lack of diversity on the board. Vote FOR the other proposed nominees.</i></p>					
1.4	Elect Director Paul Desmarais, Jr.	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Vote AGAINST Paul Desmarais Jr. and Andre Desmarais for serving as controlling shareholders on the Nominating Committee. Vote AGAINST incumbent nominating committee members Paul Desmarais Jr., Anthony Graham, Andre Desmarais and Isabelle Marcoux for lack of diversity on the board. Vote FOR the other proposed nominees.</i></p>					
1.5	Elect Director Gary A. Doer	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote AGAINST Paul Desmarais Jr. and Andre Desmarais for serving as controlling shareholders on the Nominating Committee. Vote AGAINST incumbent nominating committee members Paul Desmarais Jr., Anthony Graham, Andre Desmarais and Isabelle Marcoux for lack of diversity on the board. Vote FOR the other proposed nominees.</i></p>					
1.6	Elect Director Segolene Gallienne-Frere	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote AGAINST Paul Desmarais Jr. and Andre Desmarais for serving as controlling shareholders on the Nominating Committee. Vote AGAINST incumbent nominating committee members Paul Desmarais Jr., Anthony Graham, Andre Desmarais and Isabelle Marcoux for lack of diversity on the board. Vote FOR the other proposed nominees.</i></p>					

Power Corporation of Canada

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.7	Elect Director Anthony R. Graham	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Vote AGAINST Paul Desmarais Jr. and Andre Desmarais for serving as controlling shareholders on the Nominating Committee. Vote AGAINST incumbent nominating committee members Paul Desmarais Jr., Anthony Graham, Andre Desmarais and Isabelle Marcoux for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.8	Elect Director Sharon MacLeod	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST Paul Desmarais Jr. and Andre Desmarais for serving as controlling shareholders on the Nominating Committee. Vote AGAINST incumbent nominating committee members Paul Desmarais Jr., Anthony Graham, Andre Desmarais and Isabelle Marcoux for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.9	Elect Director Paula B. Madoff	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST Paul Desmarais Jr. and Andre Desmarais for serving as controlling shareholders on the Nominating Committee. Vote AGAINST incumbent nominating committee members Paul Desmarais Jr., Anthony Graham, Andre Desmarais and Isabelle Marcoux for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.10	Elect Director Isabelle Marcoux	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Vote AGAINST Paul Desmarais Jr. and Andre Desmarais for serving as controlling shareholders on the Nominating Committee. Vote AGAINST incumbent nominating committee members Paul Desmarais Jr., Anthony Graham, Andre Desmarais and Isabelle Marcoux for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.11	Elect Director R. Jeffrey Orr	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST Paul Desmarais Jr. and Andre Desmarais for serving as controlling shareholders on the Nominating Committee. Vote AGAINST incumbent nominating committee members Paul Desmarais Jr., Anthony Graham, Andre Desmarais and Isabelle Marcoux for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.12	Elect Director T. Timothy Ryan, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST Paul Desmarais Jr. and Andre Desmarais for serving as controlling shareholders on the Nominating Committee. Vote AGAINST incumbent nominating committee members Paul Desmarais Jr., Anthony Graham, Andre Desmarais and Isabelle Marcoux for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.13	Elect Director Siim A. Vanaselja	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST Paul Desmarais Jr. and Andre Desmarais for serving as controlling shareholders on the Nominating Committee. Vote AGAINST incumbent nominating committee members Paul Desmarais Jr., Anthony Graham, Andre Desmarais and Isabelle Marcoux for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.14	Elect Director Elizabeth D. Wilson	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST Paul Desmarais Jr. and Andre Desmarais for serving as controlling shareholders on the Nominating Committee. Vote AGAINST incumbent nominating committee members Paul Desmarais Jr., Anthony Graham, Andre Desmarais and Isabelle Marcoux for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
2	Ratify Deloitte LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 9.40 percent of the total audit fees paid to the auditor are attributable to non-audit fees.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR this non-binding advisory vote as there are no significant issues at this time.</i>				
	Shareholder Proposals	Mgmt			
4	SP 1: Disclose the Corporation's Scope 1-3 Financed Emissions Annually	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this shareholder proposal is warranted, as shareholders would benefit from an annual corporate level financed emissions disclosure and plans to mitigate related risks.</i>				

Power Corporation of Canada

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

Progress Software Corporation

Meeting Date: 05/09/2024 **Country:** USA **Ticker:** PRGS
Record Date: 03/20/2024 **Meeting Type:** Annual
Primary Security ID: 743312100

Shares Voted: 136

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Paul T. Dacier	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members John Egan, Paul Dacier and Vivian Vitale for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					

Progress Software Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director John R. Egan	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members John Egan, Paul Dacier and Vivian Vitale for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.3	Elect Director Rainer Gawlick	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members John Egan, Paul Dacier and Vivian Vitale for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.4	Elect Director Yogesh Gupta	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members John Egan, Paul Dacier and Vivian Vitale for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.5	Elect Director Charles F. Kane	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members John Egan, Paul Dacier and Vivian Vitale for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.6	Elect Director Samskriti (Sam) Y. King	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members John Egan, Paul Dacier and Vivian Vitale for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.7	Elect Director David A. Krall	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members John Egan, Paul Dacier and Vivian Vitale for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.8	Elect Director Angela T. Tucci	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members John Egan, Paul Dacier and Vivian Vitale for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.9	Elect Director Vivian Vitale	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members John Egan, Paul Dacier and Vivian Vitale for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i>				
3	Amend Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				

Prologis, Inc.

Meeting Date: 05/09/2024

Country: USA

Ticker: PLD

Record Date: 03/12/2024

Meeting Type: Annual

Primary Security ID: 74340W103

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Hamid R. Moghadam	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lydia Kennard, Avid Modjtabai, and David O'Connor is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Cristina G. Bitá	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lydia Kennard, Avid Modjtabai, and David O'Connor is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director James B. Connor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lydia Kennard, Avid Modjtabai, and David O'Connor is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director George L. Fotiades	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lydia Kennard, Avid Modjtabai, and David O'Connor is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Lydia H. Kennard	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lydia Kennard, Avid Modjtabai, and David O'Connor is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Irving F. Lyons, III	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lydia Kennard, Avid Modjtabai, and David O'Connor is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Guy A. Metcalfe	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lydia Kennard, Avid Modjtabai, and David O'Connor is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Avid Modjtabai	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lydia Kennard, Avid Modjtabai, and David O'Connor is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director David P. O'Connor	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lydia Kennard, Avid Modjtabai, and David O'Connor is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Olivier Piani	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lydia Kennard, Avid Modjtabai, and David O'Connor is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Carl B. Webb	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lydia Kennard, Avid Modjtabai, and David O'Connor is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Prologis, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, with caution. The compensation committee demonstrated sufficient responsiveness to last year's failed say-on-pay vote. In addition, several changes to the pay program for FY24, made in response to shareholder concerns, mitigate a pay-for-performance misalignment for the year under review. These changes include a simplified LTI program, elimination of one outperformance program and a smaller pool for the other, increased LTI goal rigor and a meaningful cap on total reported compensation for the current CEO. Continued monitoring of pay outcomes is warranted as the company implements the changes going forward.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 7.99 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Reduce Supermajority Vote Requirement to Amend Charter	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted given that the reduction in the supermajority vote requirements enhances shareholder rights.</i>				
5	Reduce Supermajority Vote Requirement to Amend Bylaws	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted given that the reduction in the supermajority vote requirements enhances shareholder rights.</i>				
6	Adopt Simple Majority Vote	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Strong support for this proposal could motivate management to keep trying to pass a management proposal to eliminate the supermajority requirements, in the event that Items 4 and 5 are not approved this year.</i>				

Quebecor Inc.

Meeting Date: 05/09/2024 **Country:** Canada **Ticker:** QBR.B
Record Date: 03/12/2024 **Meeting Type:** Annual
Primary Security ID: 748193208

Shares Voted: 10,774

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Chantal Belanger	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee member Lise Croteau for lack of diversity on the board. Vote FOR the other proposed nominee.</i>				
1.2	Elect Director Lise Croteau	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee member Lise Croteau for lack of diversity on the board. Vote FOR the other proposed nominee.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR this item because only 4.03 percent of the total audit fees paid to the auditor are attributable to non-audit fees.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR this non-binding advisory vote as there are no significant issues at this time.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	SP 1: Approve Incentive Compensation Relating to ESG Goals	SH	Against	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this shareholder proposal is warranted at this time. The proponent is asking the company to consider linking a portion of all employee compensation to the performance of the organization on its ESG goals. The company argues that it has made contributions to a range of ESG related initiatives over decades, and it is not feasible or appropriate to linking incentive compensation of all employees to ESG goals at this time. In addition, the HRCG committee will conduct a review for executive compensation to consider including ESG criteria in their compensation in the future. In its annual CSR Report, the company has disclosed its ESG related goals and progress made towards them. In addition, the company has a clear oversight structure for ESG governance. While tying a portion of all employees compensation to ESG goals may further enhance the company's focus on ESG goals, the employee interests appear to be sufficiently aligned with company performance by evaluating individual performance objectives against their roles. In addition, some employees may have limited influence over ESG metrics and performance due to the nature of their specific roles and responsibilities, making it difficult to link and track compensation with ESG metrics for all employees. In light of the above, the proponent's request appears to be overly prescriptive.</i></p>					
5	SP 2: Hold Annual Meetings of the Company in Person with Virtual Meetings as Complements	SH	Against	For	For
<p><i>Voting Policy Rationale: Vote FOR this shareholder proposal. The board has highlighted in its response that the benefits of virtual meetings include increased accessibility of shareholders situated globally as well as carbon footprint and cost reduction. While many investors recognize the potential benefits of enabling participation at shareholder meetings via electronic means as a potential enhancement to shareholder rights, they also raise concerns about moves to eliminate physical shareholder meetings, arguing that virtual-only meetings may hinder meaningful exchanges between management and shareholders, enable management to avoid uncomfortable questions, increase the likelihood of marginalizing certain shareholders, and contribute to an erosion of shareholder rights. In addition, compelling investor feedback indicates that a significant majority of shareholders want to retain the ability to attend shareholder meetings in person, even if in a given year they elect to participate only virtually. While shareholders agree with the purported benefits of virtual meetings as highlighted by the board, they believe those benefits should be combined with the option to participate in person, as such "hybrid" meetings would mitigate corporate governance concerns related to virtual-only meetings, while also maximizing attendance and participation. In light of the fact that the COVID-19 public health emergency was declared to have ended in May 2023, the company has not provided compelling reasons for continuing to hold virtual-only shareholder meetings. In the absence of any other extenuating circumstances preventing the company from holding an in-person meeting, a vote FOR the proponent's request is warranted at this time.</i></p>					
6	SP 4: Advisory Vote on Environmental Policies	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted. Additional information on the company's plan to reduce its GHG emissions would allow investors to better understand how the company is managing its climate change related risks and it would allow shareholders to express their opinions on the climate risk management practices of the company.</i></p>					

Stantec Inc.

Meeting Date: 05/09/2024 Country: Canada Ticker: STN
 Record Date: 03/15/2024 Meeting Type: Annual
 Primary Security ID: 85472N109

Shares Voted: 11,750

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Douglas K. Ammerman	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i></p>					

Stantec Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director Martin A. a Porta	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1.3	Elect Director Shelley A. M. Brown	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1.4	Elect Director Angeline G. Chen	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1.5	Elect Director Patricia D. Galloway	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1.6	Elect Director Gordon (Gord) A. Johnston	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1.7	Elect Director Donald (Don) J. Lowry	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1.8	Elect Director Marie-Lucie Morin	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1.9	Elect Director Celina J. Wang Doka	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 4.80 percent of the total audit fees paid to the auditor are attributable to non-audit fees.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR this non-binding advisory vote as there are no significant issues at this time.</i>				

Steel Dynamics, Inc.

Meeting Date: 05/09/2024 **Country:** USA **Ticker:** STLD
Record Date: 03/18/2024 **Meeting Type:** Annual
Primary Security ID: 858119100

Shares Voted: 6,896

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1A	Elect Director Mark D. Millett	Mgmt	For	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kenneth Cornew, Traci Dolan, James Marcuccilli, and Bradley Seaman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1B	Elect Director Sheree L. Bargabos	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kenneth Cornew, Traci Dolan, James Marcuccilli, and Bradley Seaman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1C	Elect Director Kenneth W. Cornew	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kenneth Cornew, Traci Dolan, James Marcuccilli, and Bradley Seaman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1D	Elect Director Traci M. Dolan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kenneth Cornew, Traci Dolan, James Marcuccilli, and Bradley Seaman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1E	Elect Director Jennifer L. Hamann	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kenneth Cornew, Traci Dolan, James Marcuccilli, and Bradley Seaman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1F	Elect Director James C. Marcuccilli	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kenneth Cornew, Traci Dolan, James Marcuccilli, and Bradley Seaman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1G	Elect Director Bradley S. Seaman	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kenneth Cornew, Traci Dolan, James Marcuccilli, and Bradley Seaman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1H	Elect Director Gabriel L. Shaheen	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kenneth Cornew, Traci Dolan, James Marcuccilli, and Bradley Seaman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1I	Elect Director Luis M. Sierra	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kenneth Cornew, Traci Dolan, James Marcuccilli, and Bradley Seaman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1J	Elect Director Richard P. Teets, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kenneth Cornew, Traci Dolan, James Marcuccilli, and Bradley Seaman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.52 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Steel Dynamics, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. The bonus pool was funded based on a pre-set financial metric, and the equity awards were primarily performance-based and measured over a multi-year period.</i>				
4	Approve Nonqualified Employee Stock Purchase Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that the plan is broad-based, provides for a reasonable employer contribution, and has reasonable limits on employee contributions.</i>				
5	Provide Right to Call a Special Meeting	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as a lower ownership threshold would provide for a more useful special meeting right for shareholders.</i>				

Sterling Infrastructure, Inc.

Meeting Date: 05/09/2024

Country: USA

Ticker: STRL

Record Date: 03/11/2024

Meeting Type: Annual

Primary Security ID: 859241101

Shares Voted: 642

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director William T. Bosway	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dana O'Brien, Charles Patton and Dwayne Wilson is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1b	Elect Director Roger A. Cregg	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dana O'Brien, Charles Patton and Dwayne Wilson is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1c	Elect Director Joseph A. Cutillo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dana O'Brien, Charles Patton and Dwayne Wilson is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1d	Elect Director Julie A. Dill	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dana O'Brien, Charles Patton and Dwayne Wilson is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1e	Elect Director Dana C. O'Brien	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dana O'Brien, Charles Patton and Dwayne Wilson is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1f	Elect Director Charles R. Patton	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dana O'Brien, Charles Patton and Dwayne Wilson is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1g	Elect Director Thomas M. White	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dana O'Brien, Charles Patton and Dwayne Wilson is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				

Sterling Infrastructure, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1h	Elect Director Dwayne A. Wilson	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dana O'Brien, Charles Patton and Dwayne Wilson is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>					
3	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>					
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>					

Stryker Corporation

Meeting Date: 05/09/2024

Country: USA

Ticker: SYK

Record Date: 03/11/2024

Meeting Type: Annual

Primary Security ID: 863667101

Shares Voted: 5,840

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Mary K. Brainerd	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>					
1b	Elect Director Giovanni Caforio	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>					
1c	Elect Director Allan C. Golston	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>					
1d	Elect Director Kevin A. Lobo	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>					
1e	Elect Director Sherilyn S. McCoy	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>					
1f	Elect Director Rachel Ruggeri	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>					
1g	Elect Director Andrew K. Silvernail	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>					

Stryker Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1h	Elect Director Lisa M. Skeete Tatum	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>				
1i	Elect Director Ronda E. Stryker	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>				
1j	Elect Director Rajeev Suri	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the ratification of the company's auditor is warranted given that non-audit fees represent 30.74 percent of the total fees received by the auditor during the fiscal year, raising substantial doubts over the independence of the auditor.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Despite concerns regarding the performance component of the LTI program, the LTI uses a multi-year measurement period and the STI is entirely based on pre-set financial metrics with rigorous performance goals.</i>				
4	Report on Political Contributions and Expenditures	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted, as increased disclosure of the company's indirect political contributions through all trade associations and other tax-exempt organizations could help shareholders more comprehensively evaluate the company's management of any related risks and benefits.</i>				

Sun Life Financial Inc.

Meeting Date: 05/09/2024 **Country:** Canada **Ticker:** SLF
Record Date: 03/15/2024 **Meeting Type:** Annual
Primary Security ID: 866796105

Shares Voted: 19,580

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Deepak Chopra	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1.2	Elect Director Stephanie L. Coyles	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1.3	Elect Director Ashok K. Gupta	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1.4	Elect Director M. Marianne Harris	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1.5	Elect Director David H. Y. Ho	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				

Sun Life Financial Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.6	Elect Director Laurie G. Hylton	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1.7	Elect Director Helen M. Mallovy Hicks	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1.8	Elect Director Marie-Lucie Morin	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1.9	Elect Director Joseph M. Natale	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1.10	Elect Director Scott F. Powers	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1.11	Elect Director Kevin D. Strain	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
2	Ratify Deloitte LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 7.47 percent of the total audit fees paid to the auditor are attributable to non-audit fees.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR this non-binding advisory vote as there are no significant issues at this time.</i>				

Teradyne, Inc.

Meeting Date: 05/09/2024 **Country:** USA **Ticker:** TER
Record Date: 03/14/2024 **Meeting Type:** Annual
Primary Security ID: 880770102

Shares Voted: 2,605

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Peter Herweck	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Peter Herweck and Marilyn Matz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Mercedes Johnson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Peter Herweck and Marilyn Matz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Ernest E. Maddock	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Peter Herweck and Marilyn Matz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Teradyne, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1d	Elect Director Marilyn Matz	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Peter Herweck and Marilyn Matz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Gregory S. Smith	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Peter Herweck and Marilyn Matz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Ford Tamer	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Peter Herweck and Marilyn Matz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Paul J. Tufano	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Peter Herweck and Marilyn Matz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Bridget van Kralingen	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Peter Herweck and Marilyn Matz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Support FOR this proposal is warranted. Annual incentives are primarily based on pre-set financial goals, and equity awards are majority performance-based.</i>				
3	Reduce Supermajority Vote Requirement	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that the reduction in the supermajority vote requirement would enhance shareholder rights.</i>				
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 17.87 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Tractor Supply Company

Meeting Date: 05/09/2024

Country: USA

Ticker: TSCO

Record Date: 03/15/2024

Meeting Type: Annual

Primary Security ID: 892356106

Shares Voted: 402

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Joy Brown	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominee is warranted.</i>				
1.2	Elect Director Ricardo Cardenas	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominee is warranted.</i>				

Tractor Supply Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Director Meg Ham	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominee is warranted.</i>				
1.4	Elect Director Andre Hawaux	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominee is warranted.</i>				
1.5	Elect Director Denise L. Jackson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominee is warranted.</i>				
1.6	Elect Director Ramkumar Krishnan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominee is warranted.</i>				
1.7	Elect Director Edna K. Morris	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominee is warranted.</i>				
1.8	Elect Director Mark J. Weikel	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominee is warranted.</i>				
1.9	Elect Director Harry A. Lawton, III	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominee is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * A majority of equity awards to the CEO are not tied to performance-contingent pay elements; and * Excessive differentials between CEO pay and the pay of other named executive officers at the firm.</i>				

Tyler Technologies, Inc.

Meeting Date: 05/09/2024 **Country:** USA **Ticker:** TYL
Record Date: 03/15/2024 **Meeting Type:** Annual
Primary Security ID: 902252105

Shares Voted: 177

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Glenn A. Carter	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Glenn Carter and Brenda Cline for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Margot L. Carter	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Glenn Carter and Brenda Cline for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Tyler Technologies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Director Brenda A. Cline	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Glenn Carter and Brenda Cline for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Ronnie D. Hawkins, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Glenn Carter and Brenda Cline for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director John S. Marr, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Glenn Carter and Brenda Cline for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director H. Lynn Moore, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Glenn Carter and Brenda Cline for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Daniel M. Pope	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Glenn Carter and Brenda Cline for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Andrew D. Teed	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Glenn Carter and Brenda Cline for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Short-term incentives were entirely based on a financial metric, and long-term incentives were predominantly performance-based with a multi-year performance period.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 10.15 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
5	Adopt Simple Majority Vote	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that elimination of the supermajority vote requirement would enhance shareholder rights.</i>				

Union Pacific Corporation

Meeting Date: 05/09/2024

Country: USA

Ticker: UNP

Record Date: 03/15/2024

Meeting Type: Annual

Primary Security ID: 907818108

Shares Voted: 2,874

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director William J. DeLaney	Mgmt	For	For	For

Union Pacific Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) McCarthy, David Dillon, Sheri Edison, and Jane Lute is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director David B. Dillon	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) McCarthy, David Dillon, Sheri Edison, and Jane Lute is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Sheri H. Edison	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) McCarthy, David Dillon, Sheri Edison, and Jane Lute is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Teresa M. Finley	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) McCarthy, David Dillon, Sheri Edison, and Jane Lute is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Deborah C. Hopkins	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) McCarthy, David Dillon, Sheri Edison, and Jane Lute is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Jane H. Lute	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) McCarthy, David Dillon, Sheri Edison, and Jane Lute is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Michael R. McCarthy	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) McCarthy, David Dillon, Sheri Edison, and Jane Lute is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Doyle R. Simons	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) McCarthy, David Dillon, Sheri Edison, and Jane Lute is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director John K. Tien, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) McCarthy, David Dillon, Sheri Edison, and Jane Lute is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director V. James Vena	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) McCarthy, David Dillon, Sheri Edison, and Jane Lute is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director John P. Wiehoff	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) McCarthy, David Dillon, Sheri Edison, and Jane Lute is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director Christopher J. Williams	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) McCarthy, David Dillon, Sheri Edison, and Jane Lute is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Union Pacific Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 16.72 percent of the fees paid to the auditor are for non-audit purposes.</i>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance were reasonably aligned for the year in review.</i>					
4	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. The company has a policy that limits cash severance to a reasonable basis, absent shareholder approval, and no significant concerns are identified.</i>					
5	Amend Board's Safety and Service Quality Committee to Review Staffing Levels and Confer on Safety Issues with Stakeholders	SH	Against	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Amending the charter of the Board's Safety and Service Quality Committee would provide assurance that the company is taking steps to address its management and oversight of related risks. In addition, adoption of this resolution would enhance the company's current railroad safety measures that could facilitate in reducing the likelihood of the cited high-profile derailments.</i>					

United Rentals, Inc.

Meeting Date: 05/09/2024

Country: USA

Ticker: URI

Record Date: 03/11/2024

Meeting Type: Annual

Primary Security ID: 911363109

Shares Voted: 1,620

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Marc A. Bruno	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Bobby Griffin, Marc Bruno, Larry De Shon, Terri Kelly, and Shiv Singh is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>					
1b	Elect Director Larry D. De Shon	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Bobby Griffin, Marc Bruno, Larry De Shon, Terri Kelly, and Shiv Singh is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>					
1c	Elect Director Matthew J. Flannery	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Bobby Griffin, Marc Bruno, Larry De Shon, Terri Kelly, and Shiv Singh is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>					
1d	Elect Director Bobby J. Griffin	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Bobby Griffin, Marc Bruno, Larry De Shon, Terri Kelly, and Shiv Singh is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>					

United Rentals, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1e	Elect Director Kim Harris Jones	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Bobby Griffin, Marc Bruno, Larry De Shon, Terri Kelly, and Shiv Singh is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
1f	Elect Director Terri L. Kelly	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Bobby Griffin, Marc Bruno, Larry De Shon, Terri Kelly, and Shiv Singh is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
1g	Elect Director Michael J. Kneeland	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Bobby Griffin, Marc Bruno, Larry De Shon, Terri Kelly, and Shiv Singh is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
1h	Elect Director Francisco J. Lopez-Balboa	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Bobby Griffin, Marc Bruno, Larry De Shon, Terri Kelly, and Shiv Singh is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
1i	Elect Director Gracia C. Martore	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Bobby Griffin, Marc Bruno, Larry De Shon, Terri Kelly, and Shiv Singh is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
1j	Elect Director Shiv Singh	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Bobby Griffin, Marc Bruno, Larry De Shon, Terri Kelly, and Shiv Singh is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 9.81 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Although concerns are noted regarding the lack of a multi-year performance period, equity awards are majority performance-conditioned and annual incentives are primarily based on pre-set financial metrics.</i>				
4	Amend Certificate of Incorporation to Permit the Exculpation of Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation amendment aligns with Delaware law and is considered to reasonably balance shareholders' interest in officer accountability with their interest in recruiting and retaining qualified officers to manage the company.</i>				
5	Require a Majority Vote Standard for the Election of Directors with Mandatory Resignation Policy	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted, as there are no recurring issues regarding failed director elections at the company that suggests a mandatory resignation policy is needed.</i>				

Verizon Communications Inc.

Meeting Date: 05/09/2024

Country: USA

Ticker: VZ

Record Date: 03/11/2024

Meeting Type: Annual

Primary Security ID: 92343V104

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Shellye Archambeau	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Shellye Archambeau, Vittorio Colao, Laxman Narasimhan, and Rodney Slater is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Roxanne Austin	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Shellye Archambeau, Vittorio Colao, Laxman Narasimhan, and Rodney Slater is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Mark Bertolini	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Shellye Archambeau, Vittorio Colao, Laxman Narasimhan, and Rodney Slater is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Vittorio Colao	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Shellye Archambeau, Vittorio Colao, Laxman Narasimhan, and Rodney Slater is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Laxman Narasimhan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Shellye Archambeau, Vittorio Colao, Laxman Narasimhan, and Rodney Slater is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Clarence Otis, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Shellye Archambeau, Vittorio Colao, Laxman Narasimhan, and Rodney Slater is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Daniel Schulman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Shellye Archambeau, Vittorio Colao, Laxman Narasimhan, and Rodney Slater is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Rodney Slater	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Shellye Archambeau, Vittorio Colao, Laxman Narasimhan, and Rodney Slater is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director Carol Tome	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Shellye Archambeau, Vittorio Colao, Laxman Narasimhan, and Rodney Slater is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.10	Elect Director Hans Vestberg	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Shellye Archambeau, Vittorio Colao, Laxman Narasimhan, and Rodney Slater is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Verizon Communications Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as pay and performance are reasonably aligned. Although there are some concerns regarding perquisites and non-robust goal disclosure, annual and long-term incentives are primarily performance-based, and equity awards utilize multi-year performance periods.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 7.34 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Commission Third Party Study on Impact of Prohibiting Direct and Indirect Political Contributions to Candidates	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because the company provides some disclosure on its political expenditures and adopting a policy to prohibit political expenditures could put the company at a competitive disadvantage.</i>				
5	Report on Lobbying Payments and Policy	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted, as greater disclosure would allow shareholders to better evaluate the risks and benefits associated with the company's participation in the public policy process.</i>				
6	Amend Clawback Policy	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as the company's current clawback policy does not provide for the disclosure of the amounts and circumstances surrounding any recoupments. Such disclosure would benefit shareholders.</i>				
7	Require Independent Board Chair	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the importance of having an independent chairman of the board.</i>				
8	Report on Risks Related to Discrimination Against Individuals Including Religious/Political Views	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted, as the company appears to provide sufficient disclosures regarding its content guidelines and terms and conditions of use.</i>				
9	Report on Lead-Sheathed Cables	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as shareholders would benefit from the increased disclosure on the company's efforts in relation to the use of lead-sheathed cables and how the company is managing possible environmental and public health related risks.</i>				
10	Report on Congruency of Political Spending with Company Values and Priorities	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as a report on the congruence of the company's political expenditures with its stated values would enable shareholders to have a more comprehensive understanding of how the company oversees and manages risks related to its political spending.</i>				

Westlake Corporation

Meeting Date: 05/09/2024

Country: USA

Ticker: WLK

Record Date: 03/12/2024

Meeting Type: Annual

Primary Security ID: 960413102

Westlake Corporation

Shares Voted: 1,790

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director James Y. Chao	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for all director nominees because the board is not majority independent. WITHHOLD votes are further warranted for incumbent nominating committee members Mark McCollum and R. Bruce Northcutt for lack of diversity on the board.</i>				
1.2	Elect Director John T. Chao	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for all director nominees because the board is not majority independent. WITHHOLD votes are further warranted for incumbent nominating committee members Mark McCollum and R. Bruce Northcutt for lack of diversity on the board.</i>				
1.3	Elect Director Mark A. McCollum	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for all director nominees because the board is not majority independent. WITHHOLD votes are further warranted for incumbent nominating committee members Mark McCollum and R. Bruce Northcutt for lack of diversity on the board.</i>				
1.4	Elect Director R. Bruce Northcutt	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for all director nominees because the board is not majority independent. WITHHOLD votes are further warranted for incumbent nominating committee members Mark McCollum and R. Bruce Northcutt for lack of diversity on the board.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the ratification of the company's auditor is warranted given that non-audit fees represent 30.28 percent of the total fees received by the auditor during the fiscal year, raising substantial doubts over the independence of the auditor.</i>				
3	Report on Reducing Plastic Pollution of the Oceans	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as additional disclosure on the company's efforts to manage a possible reduction in the demand for virgin plastics and the associated financial repercussions would allow shareholders to better assess the company's related risk management and strategic planning.</i>				

Zebra Technologies Corporation

Meeting Date: 05/09/2024

Country: USA

Ticker: ZBRA

Record Date: 03/15/2024

Meeting Type: Annual

Primary Security ID: 989207105

Shares Voted: 215

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Satish Dhanasekaran	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Ross Manire for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
1b	Elect Director Ross W. Manire	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Ross Manire for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				

Zebra Technologies Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1c	Elect Director Kenneth B. Miller	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Ross Manire for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the proposal is warranted. A majority of regular incentive pay is performance-conditioned, and below-target outcomes reflects the company's underperformance. However, structural and disclosure concerns are identified, including that the company has not clearly disclosed most of the quantitative performance targets. Further, the LTI program has an annual share banking feature, which diminishes the program's long-term focus. Additionally, the company granted a problematic one-time award to the former CEO upon his transition to executive chairman that lacks performance criteria and vests after only one year of service. Lastly, the company provided sizeable cash severance to a departing NEO despite without clear proxy disclosure that the separation was a qualifying termination.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.83 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Akamai Technologies, Inc.

Meeting Date: 05/10/2024 **Country:** USA **Ticker:** AKAM
Record Date: 03/15/2024 **Meeting Type:** Annual
Primary Security ID: 00971T101

Shares Voted: 4,162

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Sharon Bowen	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Daniel (Dan) Hesse, Sharon Bowen, Monte Ford, Jonathan (Jon) Miller, and Bernardus (Ben) Verwaayen is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Marianne Brown	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Daniel (Dan) Hesse, Sharon Bowen, Monte Ford, Jonathan (Jon) Miller, and Bernardus (Ben) Verwaayen is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Monte Ford	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Daniel (Dan) Hesse, Sharon Bowen, Monte Ford, Jonathan (Jon) Miller, and Bernardus (Ben) Verwaayen is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Dan Hesse	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Daniel (Dan) Hesse, Sharon Bowen, Monte Ford, Jonathan (Jon) Miller, and Bernardus (Ben) Verwaayen is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Tom Killalea	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Daniel (Dan) Hesse, Sharon Bowen, Monte Ford, Jonathan (Jon) Miller, and Bernardus (Ben) Verwaayen is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Akamai Technologies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.6	Elect Director Tom Leighton	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Daniel (Dan) Hesse, Sharon Bowen, Monte Ford, Jonathan (Jon) Miller, and Bernardus (Ben) Verwaayen is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Jonathan Miller	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Daniel (Dan) Hesse, Sharon Bowen, Monte Ford, Jonathan (Jon) Miller, and Bernardus (Ben) Verwaayen is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Madhu Ranganathan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Daniel (Dan) Hesse, Sharon Bowen, Monte Ford, Jonathan (Jon) Miller, and Bernardus (Ben) Verwaayen is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director Ben Verwaayen	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Daniel (Dan) Hesse, Sharon Bowen, Monte Ford, Jonathan (Jon) Miller, and Bernardus (Ben) Verwaayen is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.10	Elect Director Bill Wagner	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Daniel (Dan) Hesse, Sharon Bowen, Monte Ford, Jonathan (Jon) Miller, and Bernardus (Ben) Verwaayen is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Amend Omnibus Stock Plan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factor(s): * The plan cost is excessive * The three-year average burn rate is excessive * The plan allows broad discretion to accelerate vesting</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Some concerns continue to be noted about the annual goals utilized by a portion of the equity awards, and the partial metric and goal overlap with the STIP. However, the annual incentive is primarily based on pre-set financial metrics and half of the long-term incentives are performance conditioned and based on quantifiable metrics.</i>				
4	Amend Certificate of Incorporation to Limit the Liability of Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company. The other proposed miscellaneous amendments are either primarily clarifying or administrative in nature and do not diminish shareholder rights.</i>				
5	Adjourn Meeting	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted as Item 2 (Amend Omnibus Stock Plan) does not merit support.</i>				
6	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 15.54 percent of the fees paid to the auditor are for non-audit purposes.</i>				
7	Adopt Simple Majority Vote	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that elimination of the supermajority vote requirement would enhance shareholder rights.</i>				

Meeting Date: 05/10/2024

Country: USA

Ticker: AA

Record Date: 03/12/2024

Meeting Type: Annual

Primary Security ID: 013872106

Shares Voted: 2,483

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Steven W. Williams	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mary Anne Citrino, Thomas (Tom) Gorman, and Ernesto Zedillo Ponce de Leon is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
1b	Elect Director Mary Anne Citrino	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mary Anne Citrino, Thomas (Tom) Gorman, and Ernesto Zedillo Ponce de Leon is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
1c	Elect Director Pasquale (Pat) Fiore	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mary Anne Citrino, Thomas (Tom) Gorman, and Ernesto Zedillo Ponce de Leon is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
1d	Elect Director Thomas J. Gorman	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mary Anne Citrino, Thomas (Tom) Gorman, and Ernesto Zedillo Ponce de Leon is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
1e	Elect Director James A. Hughes	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mary Anne Citrino, Thomas (Tom) Gorman, and Ernesto Zedillo Ponce de Leon is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
1f	Elect Director Roberto O. Marques	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mary Anne Citrino, Thomas (Tom) Gorman, and Ernesto Zedillo Ponce de Leon is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
1g	Elect Director William F. Oplinger	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mary Anne Citrino, Thomas (Tom) Gorman, and Ernesto Zedillo Ponce de Leon is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
1h	Elect Director Carol L. Roberts	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mary Anne Citrino, Thomas (Tom) Gorman, and Ernesto Zedillo Ponce de Leon is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
1i	Elect Director Jackson (Jackie) P. Roberts	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mary Anne Citrino, Thomas (Tom) Gorman, and Ernesto Zedillo Ponce de Leon is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				

Alcoa Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1j	Elect Director Ernesto Zedillo	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mary Anne Citrino, Thomas (Tom) Gorman, and Ernesto Zedillo Ponce de Leon is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i>				
4	Report on Lobbying Payments and Policy	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted, as shareholders would benefit from increased disclosure to evaluate the company's lobbying efforts.</i>				

American Homes 4 Rent

Meeting Date: 05/10/2024 **Country:** USA **Ticker:** AMH
Record Date: 03/15/2024 **Meeting Type:** Annual
Primary Security ID: 02665T306

Shares Voted: 5,553

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Matthew J. Hart	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Douglas Benham, James Kropp, Lynn Swann, Winifred (Wendy) Webb and Matthew Zaist is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director David P. Singelyn	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Douglas Benham, James Kropp, Lynn Swann, Winifred (Wendy) Webb and Matthew Zaist is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Douglas N. Benham	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Douglas Benham, James Kropp, Lynn Swann, Winifred (Wendy) Webb and Matthew Zaist is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Jack Corrigan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Douglas Benham, James Kropp, Lynn Swann, Winifred (Wendy) Webb and Matthew Zaist is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director David Goldberg	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Douglas Benham, James Kropp, Lynn Swann, Winifred (Wendy) Webb and Matthew Zaist is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

American Homes 4 Rent

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1f	Elect Director Tamara H. Gustavson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Douglas Benham, James Kropp, Lynn Swann, Winifred (Wendy) Webb and Matthew Zaist is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Michelle C. Kerrick	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Douglas Benham, James Kropp, Lynn Swann, Winifred (Wendy) Webb and Matthew Zaist is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director James H. Kropp	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Douglas Benham, James Kropp, Lynn Swann, Winifred (Wendy) Webb and Matthew Zaist is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Lynn C. Swann	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Douglas Benham, James Kropp, Lynn Swann, Winifred (Wendy) Webb and Matthew Zaist is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Winifred M. Webb	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Douglas Benham, James Kropp, Lynn Swann, Winifred (Wendy) Webb and Matthew Zaist is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Jay Willoughby	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Douglas Benham, James Kropp, Lynn Swann, Winifred (Wendy) Webb and Matthew Zaist is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director Matthew R. Zaist	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Douglas Benham, James Kropp, Lynn Swann, Winifred (Wendy) Webb and Matthew Zaist is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i>				

Axon Enterprise, Inc.

Meeting Date: 05/10/2024

Country: USA

Ticker: AXON

Record Date: 03/15/2024

Meeting Type: Annual

Primary Security ID: 05464C101

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1A	Elect Director Erika Ayers Badan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1B	Elect Director Adriane Brown	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1C	Elect Director Julie Anne Cullivan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1D	Elect Director Michael Garnreiter	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1E	Elect Director Caitlin E. Kalinowski	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1F	Elect Director Matthew R. McBrady	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1G	Elect Director Hadi Partovi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1H	Elect Director Graham Smith	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1I	Elect Director Patrick W. Smith	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1J	Elect Director Jeri Williams	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Amend Omnibus Stock Plan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factors: * The plan cost is excessive. * The three-year average burn rate is excessive. * The plan permits liberal recycling of shares; and * The plan allows broad discretion to accelerate vesting.</i>				
3	Approve Omnibus Stock Plan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factor(s): * The plan cost is excessive; * The three-year average burn rate is excessive; * The disclosure of change-in-control ("CIC") vesting treatment is incomplete (or is otherwise considered discretionary); * The plan permits liberal recycling of shares; and * The plan allows broad discretion to accelerate vesting.</i>				

Axon Enterprise, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Approve Share Plan Grant to CEO Patrick W. Smith	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. While the award is smaller than the grant originally proposed (but withdrawn) last year, concerns regarding the magnitude and design of this award again outweigh the positive aspects. The grant size is considered to be excessive and effectively locks in high pay opportunities for multiple years. This structure also restricts the board's ability to meaningfully adjust future pay levels or incentive metrics. In addition, as of the time of this report, the first stock price hurdle had already been exceeded. Lastly, despite very strong performance over the period between the 2018 award and now, investors may question the need for another sizable stock award to a CEO who owns \$900 million in the company's stock.</i>				
5	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. While pay to CEO Smith was negligible in FY23, other NEOs received sizable time-vesting stock awards in connection with their respective promotions. Further, NEOs also received contingent stock grants which may be replaced with performance awards if the stock plan is approved, but which represent a minority of their total equity grants. Lastly, grant values were considered to be excessive for the year in review, with each non-CEO NEO receiving grants near or in excess of median CEO pay at peers.</i>				
6	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				

Colgate-Palmolive Company

Meeting Date: 05/10/2024 **Country:** USA **Ticker:** CL
Record Date: 03/11/2024 **Meeting Type:** Annual
Primary Security ID: 194162103

Shares Voted: 8,143

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director John P. Bilbrey	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1b	Elect Director John T. Cahill	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1c	Elect Director Steve Cahillane	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1d	Elect Director Lisa M. Edwards	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1e	Elect Director C. Martin Harris	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1f	Elect Director Martina Hund-Mejean	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				

Colgate-Palmolive Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1g	Elect Director Kimberly A. Nelson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director Brian Newman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1i	Elect Director Lorrie M. Norrington	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1j	Elect Director Noel R. Wallace	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 9.52 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * A majority of equity awards to the CEO are not tied to performance-contingent pay elements; and * High CEO pay relative to company performance compared to the company's peers.</i>				
4	Require Independent Board Chair	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the importance of having an independent chairman of the board.</i>				

John Bean Technologies Corporation

Meeting Date: 05/10/2024 **Country:** USA **Ticker:** JBT
Record Date: 03/13/2024 **Meeting Type:** Annual
Primary Security ID: 477839104

Shares Voted: 420

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director C. Maury Devine	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members C. Maury Devine and Charles (Chuck) Harrington is warranted for lack of diversity on the board.</i>				
1b	Elect Director Charles L. Harrington	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members C. Maury Devine and Charles (Chuck) Harrington is warranted for lack of diversity on the board.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i>				

John Bean Technologies Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.4 percent of the fees paid to the auditor are for non-audit purposes.</i>					

Louisiana-Pacific Corporation

Meeting Date: 05/10/2024 **Country:** USA **Ticker:** LPX
Record Date: 03/12/2024 **Meeting Type:** Annual
Primary Security ID: 546347105

Shares Voted: 1,002

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director F. Nicholas Grasberger, III	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members F. Nicholas Grasberger III and Ozey Horton Jr. is warranted for lack of diversity on the board. A vote FOR the remaining director nominee, William (Brad) Southern, is warranted.</i>					
1b	Elect Director Ozey K. Horton, Jr.	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members F. Nicholas Grasberger III and Ozey Horton Jr. is warranted for lack of diversity on the board. A vote FOR the remaining director nominee, William (Brad) Southern, is warranted.</i>					
1c	Elect Director W. Bradley Southern	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members F. Nicholas Grasberger III and Ozey Horton Jr. is warranted for lack of diversity on the board. A vote FOR the remaining director nominee, William (Brad) Southern, is warranted.</i>					
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 4.76 percent of the fees paid to the auditor are for non-audit purposes.</i>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>					

Lundin Mining Corporation

Meeting Date: 05/10/2024 **Country:** Canada **Ticker:** LUN
Record Date: 03/22/2024 **Meeting Type:** Annual/Special
Primary Security ID: 550372106

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1A	Elect Director Adam I. Lundin	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Charles Ashley Heppenstall, Juliana (Julie) Lam, and Dale Peniuk for lack of diversity on the board. Vote FOR the remaining proposed nominees.</i>				
1B	Elect Director C. Ashley Heppenstall	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Charles Ashley Heppenstall, Juliana (Julie) Lam, and Dale Peniuk for lack of diversity on the board. Vote FOR the remaining proposed nominees.</i>				
1C	Elect Director Donald K. Charter	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Charles Ashley Heppenstall, Juliana (Julie) Lam, and Dale Peniuk for lack of diversity on the board. Vote FOR the remaining proposed nominees.</i>				
1D	Elect Director Juliana L. Lam	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Charles Ashley Heppenstall, Juliana (Julie) Lam, and Dale Peniuk for lack of diversity on the board. Vote FOR the remaining proposed nominees.</i>				
1E	Elect Director Jack O. A. Lundin	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Charles Ashley Heppenstall, Juliana (Julie) Lam, and Dale Peniuk for lack of diversity on the board. Vote FOR the remaining proposed nominees.</i>				
1F	Elect Director Dale C. Peniuk	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Charles Ashley Heppenstall, Juliana (Julie) Lam, and Dale Peniuk for lack of diversity on the board. Vote FOR the remaining proposed nominees.</i>				
1G	Elect Director Maria Olivia Recart	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Charles Ashley Heppenstall, Juliana (Julie) Lam, and Dale Peniuk for lack of diversity on the board. Vote FOR the remaining proposed nominees.</i>				
1H	Elect Director Natasha N.D. Vaz	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Charles Ashley Heppenstall, Juliana (Julie) Lam, and Dale Peniuk for lack of diversity on the board. Vote FOR the remaining proposed nominees.</i>				
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR this item because only 9.00 percent of the total audit fees paid to the auditor are attributable to non-audit fees.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR this non-binding advisory vote as there are no significant issues at this time.</i>				
4	Change Location of Registered Office from Ontario to British Columbia	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR this resolution as shareholder rights and protections will not be negatively affected.</i>				
5	Approve Authorized Share Capital Resolution	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR this resolution as the elimination of the special share from the company's authorized share capital will align the company with Canadian market best practice. No significant governance concerns are identified.</i>				

Masco Corporation

Meeting Date: 05/10/2024

Country: USA

Ticker: MAS

Record Date: 03/15/2024

Meeting Type: Annual

Primary Security ID: 574599106

Shares Voted: 825

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Mark R. Alexander	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Marie Ffolkes and John Plant is warranted for lack of diversity on the board. A vote FOR the remaining director nominee, Mark Alexander, is warranted.</i>				
1b	Elect Director Marie A. Ffolkes	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Marie Ffolkes and John Plant is warranted for lack of diversity on the board. A vote FOR the remaining director nominee, Mark Alexander, is warranted.</i>				
1c	Elect Director John C. Plant	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Marie Ffolkes and John Plant is warranted for lack of diversity on the board. A vote FOR the remaining director nominee, Mark Alexander, is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Despite STI goal rigor concerns and the lack of forward-looking disclosure of LTI goals, the short-term incentive was primarily based on financial metrics, and the long-term incentive was half performance-based with a multi-year measurement period.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 10.71 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Approve Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
5	Adopt Simple Majority Vote	SH	None	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that elimination of the supermajority vote requirement would enhance shareholder rights.</i>				

Rightmove Plc

Meeting Date: 05/10/2024

Country: United Kingdom

Ticker: RMV

Record Date: 05/08/2024

Meeting Type: Annual

Primary Security ID: G7565D106

Shares Voted: 3,231

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is considered warranted as no material concerns have been identified.</i>				
3	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
4	Reappoint Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
5	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
6	Elect Kriti Sharma as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
7	Re-elect Andrew Fisher as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
8	Re-elect Johan Svanstrom as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
9	Re-elect Alison Dolan as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
10	Re-elect Jacqueline de Rojas as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
11	Re-elect Andrew Findlay as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
12	Re-elect Amit Tiwari as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
13	Re-elect Lorna Tilbian as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
14	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
15	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				

Rightmove Plc

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

Standard Chartered Plc

Meeting Date: 05/10/2024

Country: United Kingdom

Ticker: STAN

Record Date: 05/08/2024

Meeting Type: Annual

Primary Security ID: G84228157

Shares Voted: 42,786

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>				
2	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
3	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the remuneration report is considered warranted, although it is not without concern for shareholders: * The salary level of the new CFO, who lacks prior executive experience in a high-profile board position at a public bank, has been set at a premium to that of his predecessor, with limited explanation provided in the meeting materials. * Non-financial elements continues to account for a significant (50%) portion of the total bonus opportunity. The main reasons for support are: * The new CFO's salary level is not at a significant premium to that of his predecessor and no buyout award was paid to him for his recruitment. * Downward discretion has been applied to the 2024 bonus in consideration of additional factors that are not captured by the scorecard such as external environment, market competitiveness and overall affordability - the Remuneration Committee also considered risk, control and conduct matters, including ongoing investigations and matters raised by regulators. The resulting bonus payouts are not considered to be out of line with the Company's FY2023 performance.</i>				

Standard Chartered Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Elect Diego De Giorgi as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
5	Elect Diane Jurgens as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
6	Re-elect Shirish Apte as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
7	Re-elect David Conner as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
8	Re-elect Jackie Hunt as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
9	Re-elect Robin Lawther as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
10	Re-elect Maria Ramos as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
11	Re-elect Phil Rivett as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
12	Re-elect David Tang as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
13	Re-elect Jose Vinals as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
14	Re-elect Bill Winters as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
15	Re-elect Linda Yueh as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
16	Reappoint Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as no significant concerns have been identified.</i>				
17	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.0 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
18	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				

Standard Chartered Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
19	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
20	Extend the Authority to Allot Shares by Such Number of Shares Repurchased by the Company under the Authority Granted Pursuant to Resolution 25	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
21	Authorise Issue of Equity in Relation to Equity Convertible Additional Tier 1 Securities	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted, although this is not without concern for shareholders: * If the Company were to issue Equity Convertible Additional Tier 1 (ECAT1) securities and a trigger event were to occur, causing them to convert into ordinary shares, this would result in significant dilution to non-participating shareholders. The main reasons for support are: * Such authorities are common proposals at UK banks and are intended to apply in extreme circumstances only; and * The conversion into ordinary shares would require the CET1 ratio to fall to a level which would denote significant capital weakness well beyond the Company's current position and minimum regulatory requirements.</i>				
22	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
23	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
24	Authorise Issue of Equity without Pre-emptive Rights in Relation to Equity Convertible Additional Tier 1 Securities	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted, although this is not without concern for shareholders: * If the Company were to issue Equity Convertible Additional Tier 1 (ECAT1) securities and a trigger event were to occur, causing them to convert into ordinary shares, this would result in significant dilution to non-participating shareholders. The main reasons for support are: * Such authorities are common proposals at UK banks and are intended to apply in extreme circumstances only; and * The conversion into ordinary shares would require the CET1 ratio to fall to a level which would denote significant capital weakness well beyond the Company's current position and minimum regulatory requirements.</i>				
25	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				
26	Authorise Market Purchase of Preference Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is considered warranted, as no material concerns have been identified.</i>				
27	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>				

Standard Chartered Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
28	Amend Articles of Association	Mgmt	For	For	For

Voting Policy Rationale: A vote FOR this resolution is warranted as no significant concerns have been identified.

Standard Chartered Plc

Meeting Date: 05/10/2024 **Country:** United Kingdom **Ticker:** STAN
Record Date: 05/08/2024 **Meeting Type:** Special
Primary Security ID: G84228157

Shares Voted: 42,786

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
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1	Class Meeting of the Holders of Ordinary Shares	Mgmt			
1	Sanctions and Consents to Every Variation, Alteration, Modification or Abrogation of the Rights, Privileges and Restrictions Attaching to the Ordinary Shares which may be Involved by the Passing of Resolution 28 as Set Out in the Notice of AGM	Mgmt	For	For	For

Voting Policy Rationale: A vote FOR this resolution is warranted as no significant concerns have been identified.

TERNA Rete Elettrica Nazionale SpA

Meeting Date: 05/10/2024 **Country:** Italy **Ticker:** TRN
Record Date: 04/30/2024 **Meeting Type:** Annual
Primary Security ID: T9471R100

Shares Voted: 220,021

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

Voting Policy Rationale: A vote FOR is warranted because the company's financial statements and the proposed income allocation do not raise major concerns. Support for the approval of the financial statements is however qualified due to the shareholder meeting format, which will not allow shareholders to actively participate in the AGM and interact with the management during the meeting.

2	Approve Allocation of Income	Mgmt	For	For	For
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Voting Policy Rationale: A vote FOR is warranted because the company's financial statements and the proposed income allocation do not raise major concerns. Support for the approval of the financial statements is however qualified due to the shareholder meeting format, which will not allow shareholders to actively participate in the AGM and interact with the management during the meeting.

TERNA Rete Elettrica Nazionale SpA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve 2024-2028 Performance Share Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because the key terms of the proposed equity plan are not problematic.</i>					
4	Authorize Share Repurchase Program and Reissuance of Repurchased Shares to Service 2024-2028 Performance Share Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because the key terms of the proposed equity plan are not problematic.</i>					
5.1	Approve Remuneration Policy	Mgmt	For	Against	Against
<i>Voting Policy Rationale: This item warrants a vote AGAINST because: * The policy on termination payments is not in line with good market standards. * The board maintains excessively broad derogation powers.</i>					
5.2	Approve Second Section of the Remuneration Report	Mgmt	For	Against	Against
<i>Voting Policy Rationale: This item warrants a vote AGAINST due to the problematic termination payments in favor of the former CEO/GM.</i>					

The Progressive Corporation

Meeting Date: 05/10/2024 **Country:** USA **Ticker:** PGR
Record Date: 03/15/2024 **Meeting Type:** Annual
Primary Security ID: 743315103

Shares Voted: 6,075

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Danelle M. Barrett	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lawton Fitt, Philip Bleser and Roger Farah is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1b	Elect Director Philip Bleser	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lawton Fitt, Philip Bleser and Roger Farah is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1c	Elect Director Stuart B. Burgdoerfer	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lawton Fitt, Philip Bleser and Roger Farah is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1d	Elect Director Pamela J. Craig	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lawton Fitt, Philip Bleser and Roger Farah is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1e	Elect Director Charles A. Davis	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lawton Fitt, Philip Bleser and Roger Farah is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

The Progressive Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1f	Elect Director Roger N. Farah	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lawton Fitt, Philip Bleser and Roger Farah is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Lawton W. Fitt	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lawton Fitt, Philip Bleser and Roger Farah is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Susan Patricia Griffith	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lawton Fitt, Philip Bleser and Roger Farah is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Devin C. Johnson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lawton Fitt, Philip Bleser and Roger Farah is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Jeffrey D. Kelly	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lawton Fitt, Philip Bleser and Roger Farah is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Barbara R. Snyder	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lawton Fitt, Philip Bleser and Roger Farah is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director Kahina Van Dyke	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lawton Fitt, Philip Bleser and Roger Farah is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Approve Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. While the lack of disclosure of specific performance targets under the annual incentive plan makes it difficult to assess its rigor, CEO pay and company performance remain reasonably aligned at this time. Additionally, 90 percent of the CEO's equity awards are conditioned on long-term performance metrics.</i>				
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.92 percent of the fees paid to the auditor are for non-audit purposes.</i>				
5	Report on Risks Created by the Company's Diversity, Equity, and Inclusion Efforts	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted as the company provides adequate disclosure related to its diversity, equity and inclusion efforts and its management of related risks.</i>				

Tradeweb Markets Inc.

Meeting Date: 05/10/2024

Country: USA

Ticker: TW

Record Date: 03/13/2024

Meeting Type: Annual

Primary Security ID: 892672106

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Jacques Aigrain	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Jacques Aigrain and Paula Madoff for lack of diversity on the board. WITHHOLD votes are further warranted for governance committee members Jacques Aigrain and Paula Madoff given the board's failure to remove, or subject to a sunset requirement, the problematic capital structure, the pop-up supermajority vote requirement to enact certain changes to the governing documents, and the classified board, each of which adversely impact shareholder rights. Votes FOR the remaining director nominees are warranted.</i>				
1.2	Elect Director Balbir Bakhshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Jacques Aigrain and Paula Madoff for lack of diversity on the board. WITHHOLD votes are further warranted for governance committee members Jacques Aigrain and Paula Madoff given the board's failure to remove, or subject to a sunset requirement, the problematic capital structure, the pop-up supermajority vote requirement to enact certain changes to the governing documents, and the classified board, each of which adversely impact shareholder rights. Votes FOR the remaining director nominees are warranted.</i>				
1.3	Elect Director Paula Madoff	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Jacques Aigrain and Paula Madoff for lack of diversity on the board. WITHHOLD votes are further warranted for governance committee members Jacques Aigrain and Paula Madoff given the board's failure to remove, or subject to a sunset requirement, the problematic capital structure, the pop-up supermajority vote requirement to enact certain changes to the governing documents, and the classified board, each of which adversely impact shareholder rights. Votes FOR the remaining director nominees are warranted.</i>				
1.4	Elect Director Thomas Pluta	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Jacques Aigrain and Paula Madoff for lack of diversity on the board. WITHHOLD votes are further warranted for governance committee members Jacques Aigrain and Paula Madoff given the board's failure to remove, or subject to a sunset requirement, the problematic capital structure, the pop-up supermajority vote requirement to enact certain changes to the governing documents, and the classified board, each of which adversely impact shareholder rights. Votes FOR the remaining director nominees are warranted.</i>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * High CEO pay relative to company performance compared to the company's peers; and * High CEO pay in relation to company peer group CEO median pay levels.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
	<i>Voting Policy Rationale: A vote for the adoption of an ANNUAL say-on-pay frequency is warranted. Annual say-on-pay votes are considered a best practice as they give shareholders a regular opportunity to opine on executive pay.</i>				

Vulcan Materials Company

Meeting Date: 05/10/2024

Country: USA

Ticker: VMC

Record Date: 03/15/2024

Meeting Type: Annual

Primary Security ID: 929160109

Vulcan Materials Company

Shares Voted: 1,783

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Thomas A. Fanning	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Cynthia Hostetler is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director J. Thomas Hill	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Cynthia Hostetler is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Cynthia L. Hostetler	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Cynthia Hostetler is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Richard T. O'Brien	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Cynthia Hostetler is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as pay and performance are reasonably aligned. That being said, there are concerns regarding STI and LTI goal rigor as well as the safety modifier, which does not appear to reflect adverse developments regarding employee and contractor fatalities. Nevertheless, the STI is largely based on a pre-set financial metric and the LTI is majority performance-based, with a multi-year measurement period.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				

Western Digital Corporation

Meeting Date: 05/10/2024

Country: USA

Ticker: WDC

Record Date: 03/22/2024

Meeting Type: Special

Primary Security ID: 958102105

Shares Voted: 1,369

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Increase Authorized Common Stock	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. The proposed increase in the number of authorized shares of common stock is reasonable and there are no substantial concerns about the company's past use of shares.</i>				

Western Digital Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Amend Certificate of Incorporation to Provide for the Exculpation of Certain Officers	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these proposals is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i></p>					
3	Amend Charter to Remove Pass-Through Voting Provision	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as it does not appear to adversely impact shareholder rights.</i></p>					
4	Amend Certificate of Incorporation to Provide for the Exculpation of Certain Officers	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these proposals is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i></p>					
5	Adjourn Meeting	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted, as the underlying amendments warrant support.</i></p>					

Wheaton Precious Metals Corp.

Meeting Date: 05/10/2024 **Country:** Canada **Ticker:** WPM
Record Date: 03/15/2024 **Meeting Type:** Annual/Special
Primary Security ID: 962879102

Shares Voted: 32,324

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
a1	Elect Director George L. Brack	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Jaimie Donovan, Robert Peter Gillin, Chantal Gosselin, and Charles (Chuck) Jeannes for lack of diversity on the board. Vote FOR the other proposed nominees.</i></p>					
a2	Elect Director Jaimie Donovan	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Jaimie Donovan, Robert Peter Gillin, Chantal Gosselin, and Charles (Chuck) Jeannes for lack of diversity on the board. Vote FOR the other proposed nominees.</i></p>					
a3	Elect Director R. Peter Gillin	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Jaimie Donovan, Robert Peter Gillin, Chantal Gosselin, and Charles (Chuck) Jeannes for lack of diversity on the board. Vote FOR the other proposed nominees.</i></p>					
a4	Elect Director Chantal Gosselin	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Jaimie Donovan, Robert Peter Gillin, Chantal Gosselin, and Charles (Chuck) Jeannes for lack of diversity on the board. Vote FOR the other proposed nominees.</i></p>					
a5	Elect Director Jeane Hull	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Jaimie Donovan, Robert Peter Gillin, Chantal Gosselin, and Charles (Chuck) Jeannes for lack of diversity on the board. Vote FOR the other proposed nominees.</i></p>					

Wheaton Precious Metals Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
a6	Elect Director Glenn Ives	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Jaimie Donovan, Robert Peter Gillin, Chantal Gosselin, and Charles (Chuck) Jeannes for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
a7	Elect Director Charles A. Jeannes	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Jaimie Donovan, Robert Peter Gillin, Chantal Gosselin, and Charles (Chuck) Jeannes for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
a8	Elect Director Marilyn Schonberner	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Jaimie Donovan, Robert Peter Gillin, Chantal Gosselin, and Charles (Chuck) Jeannes for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
a9	Elect Director Randy V.J. Smallwood	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Jaimie Donovan, Robert Peter Gillin, Chantal Gosselin, and Charles (Chuck) Jeannes for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
a10	Elect Director Srinivasan Venkatakrishnan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Jaimie Donovan, Robert Peter Gillin, Chantal Gosselin, and Charles (Chuck) Jeannes for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
b	Approve Deloitte LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 9.1 percent of the total audit fees paid to the auditor are attributable to non-audit fees.</i>				
c	Advisory Vote on Executive Compensation Approach	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR this non-binding advisory vote as there are no significant issues at this time.</i>				

Zimmer Biomet Holdings, Inc.

Meeting Date: 05/10/2024 **Country:** USA **Ticker:** ZBH
Record Date: 03/11/2024 **Meeting Type:** Annual
Primary Security ID: 98956P102

Shares Voted: 5,611

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Christopher B. Begley	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Christopher Begley, Betsy Bernard, Robert Hagemann and Maria Teresa (Tessa) Hilado is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Betsy J. Bernard	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Christopher Begley, Betsy Bernard, Robert Hagemann and Maria Teresa (Tessa) Hilado is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Zimmer Biomet Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1c	Elect Director Michael J. Farrell	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Christopher Begley, Betsy Bernard, Robert Hagemann and Maria Teresa (Tessa) Hilado is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Robert A. Hagemann	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Christopher Begley, Betsy Bernard, Robert Hagemann and Maria Teresa (Tessa) Hilado is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Arthur J. Higgins	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Christopher Begley, Betsy Bernard, Robert Hagemann and Maria Teresa (Tessa) Hilado is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Maria Teresa (Tessa) Hilado	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Christopher Begley, Betsy Bernard, Robert Hagemann and Maria Teresa (Tessa) Hilado is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Syed Jafry	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Christopher Begley, Betsy Bernard, Robert Hagemann and Maria Teresa (Tessa) Hilado is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Sreelakshmi Kolli	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Christopher Begley, Betsy Bernard, Robert Hagemann and Maria Teresa (Tessa) Hilado is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Louis Shapiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Christopher Begley, Betsy Bernard, Robert Hagemann and Maria Teresa (Tessa) Hilado is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Ivan Tornos	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Christopher Begley, Betsy Bernard, Robert Hagemann and Maria Teresa (Tessa) Hilado is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 6.26 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposal is warranted. While concern exists that the company does not disclose forward-looking PRSU goals, the long-term incentive is half performance-based, with the relative TSR metric targeting outperformance, and the short-term incentive is predominantly based on pre-set financial metrics.</i>				
4	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that the purchase price is reasonable, the number of shares reserved is relatively conservative, and the offering period is within the prescribed limits set by Section 423 of the Internal Revenue Code.</i>				

Meeting Date: 05/13/2024

Country: USA

Ticker: ATRC

Record Date: 03/18/2024

Meeting Type: Annual

Primary Security ID: 04963C209

Shares Voted: 493

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Michael H. Carrel	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1b	Elect Director Regina E. Groves	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1c	Elect Director B. Kristine Johnson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1d	Elect Director Shlomo Nachman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1e	Elect Director Karen N. Prange	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1f	Elect Director Deborah H. Telman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1g	Elect Director Sven A. Wehrwein	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director Robert S. White	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1i	Elect Director Maggie Yuen	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				

AtriCure, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Amend Certificate of Incorporation to Limit the Personal Liability of Certain Officers	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i></p>					

Constellation Software Inc.

Meeting Date: 05/13/2024 **Country:** Canada **Ticker:** CSU
Record Date: 04/03/2024 **Meeting Type:** Annual
Primary Security ID: 21037X100

Shares Voted: 187

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Jeff Bender	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Robert (Rob) Kittel and Andrew Pastor for lack of diversity on the board. Vote FOR the other proposed nominees.</i></p>					
1.2	Elect Director John Billowits	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Robert (Rob) Kittel and Andrew Pastor for lack of diversity on the board. Vote FOR the other proposed nominees.</i></p>					
1.3	Elect Director Lawrence Cunningham	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Robert (Rob) Kittel and Andrew Pastor for lack of diversity on the board. Vote FOR the other proposed nominees.</i></p>					
1.4	Elect Director Susan Gayner	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Robert (Rob) Kittel and Andrew Pastor for lack of diversity on the board. Vote FOR the other proposed nominees.</i></p>					
1.5	Elect Director Claire Kennedy	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Robert (Rob) Kittel and Andrew Pastor for lack of diversity on the board. Vote FOR the other proposed nominees.</i></p>					
1.6	Elect Director Robert Kittel	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Robert (Rob) Kittel and Andrew Pastor for lack of diversity on the board. Vote FOR the other proposed nominees.</i></p>					
1.7	Elect Director Mark Leonard	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Robert (Rob) Kittel and Andrew Pastor for lack of diversity on the board. Vote FOR the other proposed nominees.</i></p>					
1.8	Elect Director Mark Miller	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Robert (Rob) Kittel and Andrew Pastor for lack of diversity on the board. Vote FOR the other proposed nominees.</i></p>					
1.9	Elect Director Lori O'Neill	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Robert (Rob) Kittel and Andrew Pastor for lack of diversity on the board. Vote FOR the other proposed nominees.</i></p>					

Constellation Software Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.10	Elect Director Donna Parr	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Robert (Rob) Kittel and Andrew Pastor for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.11	Elect Director Andrew Pastor	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Robert (Rob) Kittel and Andrew Pastor for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.12	Elect Director Dexter Salna	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Robert (Rob) Kittel and Andrew Pastor for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.13	Elect Director Laurie Schultz	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Robert (Rob) Kittel and Andrew Pastor for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.14	Elect Director Barry Symons	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Robert (Rob) Kittel and Andrew Pastor for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
1.15	Elect Director Robin Van Poelje	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Robert (Rob) Kittel and Andrew Pastor for lack of diversity on the board. Vote FOR the other proposed nominees.</i>				
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR this item because only 5.05 percent of the total audit fees paid to the auditor are attributable to non-audit fees.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR this non-binding advisory vote as there are no significant issues at this time.</i>				

DraftKings Inc.

Meeting Date: 05/13/2024 **Country:** USA **Ticker:** DKNK
Record Date: 03/14/2024 **Meeting Type:** Annual
Primary Security ID: 26142V105

Shares Voted: 2,122

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Jason D. Robins	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Woodrow Levin, Valerie Mosley, and Marni Walden for lack of diversity on the board. WITHHOLD votes are also warranted for governance committee members Woodrow Levin, Valerie Mosley, and Marni Walden for maintaining a dual-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are also warranted for Jason Robins as his ownership of the supervoting shares provide him with voting power control of the company. WITHHOLD votes are further warranted for Marni Walden, as governance committee chair, given the board's failure to remove, or subject to a sunset requirement, the pop-up supermajority vote requirement to enact certain changes to the governing documents, which adversely impacts shareholder rights.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director Harry Evans Sloan	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Woodrow Levin, Valerie Mosley, and Marni Walden for lack of diversity on the board. WITHHOLD votes are also warranted for governance committee members Woodrow Levin, Valerie Mosley, and Marni Walden for maintaining a dual-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are also warranted for Jason Robins as his ownership of the supervoting shares provide him with voting power control of the company. WITHHOLD votes are further warranted for Marni Walden, as governance committee chair, given the board's failure to remove, or subject to a sunset requirement, the pop-up supermajority vote requirement to enact certain changes to the governing documents, which adversely impacts shareholder rights.</i></p>				
1.3	Elect Director Matthew Kalish	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Woodrow Levin, Valerie Mosley, and Marni Walden for lack of diversity on the board. WITHHOLD votes are also warranted for governance committee members Woodrow Levin, Valerie Mosley, and Marni Walden for maintaining a dual-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are also warranted for Jason Robins as his ownership of the supervoting shares provide him with voting power control of the company. WITHHOLD votes are further warranted for Marni Walden, as governance committee chair, given the board's failure to remove, or subject to a sunset requirement, the pop-up supermajority vote requirement to enact certain changes to the governing documents, which adversely impacts shareholder rights.</i></p>				
1.4	Elect Director Paul Liberman	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Woodrow Levin, Valerie Mosley, and Marni Walden for lack of diversity on the board. WITHHOLD votes are also warranted for governance committee members Woodrow Levin, Valerie Mosley, and Marni Walden for maintaining a dual-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are also warranted for Jason Robins as his ownership of the supervoting shares provide him with voting power control of the company. WITHHOLD votes are further warranted for Marni Walden, as governance committee chair, given the board's failure to remove, or subject to a sunset requirement, the pop-up supermajority vote requirement to enact certain changes to the governing documents, which adversely impacts shareholder rights.</i></p>				
1.5	Elect Director Woodrow H. Levin	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Woodrow Levin, Valerie Mosley, and Marni Walden for lack of diversity on the board. WITHHOLD votes are also warranted for governance committee members Woodrow Levin, Valerie Mosley, and Marni Walden for maintaining a dual-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are also warranted for Jason Robins as his ownership of the supervoting shares provide him with voting power control of the company. WITHHOLD votes are further warranted for Marni Walden, as governance committee chair, given the board's failure to remove, or subject to a sunset requirement, the pop-up supermajority vote requirement to enact certain changes to the governing documents, which adversely impacts shareholder rights.</i></p>				
1.6	Elect Director Jocelyn Moore	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Woodrow Levin, Valerie Mosley, and Marni Walden for lack of diversity on the board. WITHHOLD votes are also warranted for governance committee members Woodrow Levin, Valerie Mosley, and Marni Walden for maintaining a dual-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are also warranted for Jason Robins as his ownership of the supervoting shares provide him with voting power control of the company. WITHHOLD votes are further warranted for Marni Walden, as governance committee chair, given the board's failure to remove, or subject to a sunset requirement, the pop-up supermajority vote requirement to enact certain changes to the governing documents, which adversely impacts shareholder rights.</i></p>				
1.7	Elect Director Ryan R. Moore	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Woodrow Levin, Valerie Mosley, and Marni Walden for lack of diversity on the board. WITHHOLD votes are also warranted for governance committee members Woodrow Levin, Valerie Mosley, and Marni Walden for maintaining a dual-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are also warranted for Jason Robins as his ownership of the supervoting shares provide him with voting power control of the company. WITHHOLD votes are further warranted for Marni Walden, as governance committee chair, given the board's failure to remove, or subject to a sunset requirement, the pop-up supermajority vote requirement to enact certain changes to the governing documents, which adversely impacts shareholder rights.</i></p>				

DraftKings Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.8	Elect Director Valerie Mosley	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Woodrow Levin, Valerie Mosley, and Marni Walden for lack of diversity on the board. WITHHOLD votes are also warranted for governance committee members Woodrow Levin, Valerie Mosley, and Marni Walden for maintaining a dual-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are also warranted for Jason Robins as his ownership of the supervoting shares provide him with voting power control of the company. WITHHOLD votes are further warranted for Marni Walden, as governance committee chair, given the board's failure to remove, or subject to a sunset requirement, the pop-up supermajority vote requirement to enact certain changes to the governing documents, which adversely impacts shareholder rights.</i></p>				
1.9	Elect Director Steven J. Murray	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Woodrow Levin, Valerie Mosley, and Marni Walden for lack of diversity on the board. WITHHOLD votes are also warranted for governance committee members Woodrow Levin, Valerie Mosley, and Marni Walden for maintaining a dual-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are also warranted for Jason Robins as his ownership of the supervoting shares provide him with voting power control of the company. WITHHOLD votes are further warranted for Marni Walden, as governance committee chair, given the board's failure to remove, or subject to a sunset requirement, the pop-up supermajority vote requirement to enact certain changes to the governing documents, which adversely impacts shareholder rights.</i></p>				
1.10	Elect Director Marni M. Walden	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Woodrow Levin, Valerie Mosley, and Marni Walden for lack of diversity on the board. WITHHOLD votes are also warranted for governance committee members Woodrow Levin, Valerie Mosley, and Marni Walden for maintaining a dual-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are also warranted for Jason Robins as his ownership of the supervoting shares provide him with voting power control of the company. WITHHOLD votes are further warranted for Marni Walden, as governance committee chair, given the board's failure to remove, or subject to a sunset requirement, the pop-up supermajority vote requirement to enact certain changes to the governing documents, which adversely impacts shareholder rights.</i></p>				
2	Ratify BDO USA, P.C. as Auditors	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.41 percent of the fees paid to the auditor are for non-audit purposes.</i></p>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. Although the annual incentive program is primarily based on objective goals and total CEO pay declined in FY23, a review of the pay program reveals certain concerning features. Specifically, the CEO received a relatively large equity award in FY23, the majority of the award was not performance conditioned, and forward-looking were goals not disclosed. Further, a portion is based on a short performance period and there are continuing concerns regarding tax gross-ups on perquisites. Lastly, concerns are also raised with respect to high CEO pay relative to company performance compared to the company's peers and high CEO pay in relation to company peer group CEO median pay levels.</i></p>				
4	Report on Political Contributions and Expenditures	SH	Against	For	For
	<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted, as greater disclosure would allow shareholders to better evaluate the company's political spending, which media reports suggest is an important part of its business strategy.</i></p>				

3M Company

Meeting Date: 05/14/2024

Country: USA

Ticker: MMM

Record Date: 03/19/2024

Meeting Type: Annual

Primary Security ID: 88579Y101

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Thomas "Tony" K. Brown	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas (Tony) Brown, David Dillon and Pedro Pizarro is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director William M. Brown	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas (Tony) Brown, David Dillon and Pedro Pizarro is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Audrey Choi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas (Tony) Brown, David Dillon and Pedro Pizarro is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Anne H. Chow	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas (Tony) Brown, David Dillon and Pedro Pizarro is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director David B. Dillon	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas (Tony) Brown, David Dillon and Pedro Pizarro is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director James R. Fitterling	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas (Tony) Brown, David Dillon and Pedro Pizarro is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Amy E. Hood	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas (Tony) Brown, David Dillon and Pedro Pizarro is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Suzan Kereere	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas (Tony) Brown, David Dillon and Pedro Pizarro is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Gregory R. Page	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas (Tony) Brown, David Dillon and Pedro Pizarro is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Pedro J. Pizarro	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas (Tony) Brown, David Dillon and Pedro Pizarro is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Michael F. Roman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas (Tony) Brown, David Dillon and Pedro Pizarro is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director Thomas W. Sweet	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas (Tony) Brown, David Dillon and Pedro Pizarro is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

3M Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. CEO pay increased amidst poor performance, contributing to a misalignment between pay and performance for the year in review. While annual incentives are primarily based on objective, financial metrics, two targets were set below last year's actual performance and then awards paid out above target. Further, long-term incentives use annual performance periods, with the ability to bank half of the target performance shares after just one year, and the CEO's target LTI opportunity was increased this year, with limited rationale. Lastly, while forward-looking goals are provided, multiple metrics targeted negative or zero percent growth.</i></p>					
4	Adopt Share Retention Policy For Senior Executives	SH	Against	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST the proposal is warranted. Although existing ownership requirements are not particularly rigorous, the proposed ownership requirement is excessive and impracticable.</i></p>					

Amkor Technology, Inc.

Meeting Date: 05/14/2024 **Country:** USA **Ticker:** AMKR
Record Date: 03/22/2024 **Meeting Type:** Annual
Primary Security ID: 031652100

Shares Voted: 726

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director James J. Kim	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Winston Churchill Jr., Douglas (Doug) Alexander, Roger Carolin, and Gil Tily for lack of diversity on the board. WITHHOLD votes are further warranted for Gil Tily for serving as a non-independent member of a key board committee. Votes FOR the remaining director nominees are warranted.</i></p>					
1.2	Elect Director Susan Y. Kim	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Winston Churchill Jr., Douglas (Doug) Alexander, Roger Carolin, and Gil Tily for lack of diversity on the board. WITHHOLD votes are further warranted for Gil Tily for serving as a non-independent member of a key board committee. Votes FOR the remaining director nominees are warranted.</i></p>					
1.3	Elect Director Giel Rutten	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Winston Churchill Jr., Douglas (Doug) Alexander, Roger Carolin, and Gil Tily for lack of diversity on the board. WITHHOLD votes are further warranted for Gil Tily for serving as a non-independent member of a key board committee. Votes FOR the remaining director nominees are warranted.</i></p>					
1.4	Elect Director Douglas A. Alexander	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Winston Churchill Jr., Douglas (Doug) Alexander, Roger Carolin, and Gil Tily for lack of diversity on the board. WITHHOLD votes are further warranted for Gil Tily for serving as a non-independent member of a key board committee. Votes FOR the remaining director nominees are warranted.</i></p>					

Amkor Technology, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.5	Elect Director Roger A. Carolin	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Winston Churchill Jr., Douglas (Doug) Alexander, Roger Carolin, and Gil Tily for lack of diversity on the board. WITHHOLD votes are further warranted for Gil Tily for serving as a non-independent member of a key board committee. Votes FOR the remaining director nominees are warranted.</i>				
1.6	Elect Director Winston J. Churchill	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Winston Churchill Jr., Douglas (Doug) Alexander, Roger Carolin, and Gil Tily for lack of diversity on the board. WITHHOLD votes are further warranted for Gil Tily for serving as a non-independent member of a key board committee. Votes FOR the remaining director nominees are warranted.</i>				
1.7	Elect Director Daniel Liao	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Winston Churchill Jr., Douglas (Doug) Alexander, Roger Carolin, and Gil Tily for lack of diversity on the board. WITHHOLD votes are further warranted for Gil Tily for serving as a non-independent member of a key board committee. Votes FOR the remaining director nominees are warranted.</i>				
1.8	Elect Director MaryFrances McCourt	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Winston Churchill Jr., Douglas (Doug) Alexander, Roger Carolin, and Gil Tily for lack of diversity on the board. WITHHOLD votes are further warranted for Gil Tily for serving as a non-independent member of a key board committee. Votes FOR the remaining director nominees are warranted.</i>				
1.9	Elect Director Robert R. Morse	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Winston Churchill Jr., Douglas (Doug) Alexander, Roger Carolin, and Gil Tily for lack of diversity on the board. WITHHOLD votes are further warranted for Gil Tily for serving as a non-independent member of a key board committee. Votes FOR the remaining director nominees are warranted.</i>				
1.10	Elect Director Gil C. Tily	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Winston Churchill Jr., Douglas (Doug) Alexander, Roger Carolin, and Gil Tily for lack of diversity on the board. WITHHOLD votes are further warranted for Gil Tily for serving as a non-independent member of a key board committee. Votes FOR the remaining director nominees are warranted.</i>				
1.11	Elect Director David N. Watson	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Winston Churchill Jr., Douglas (Doug) Alexander, Roger Carolin, and Gil Tily for lack of diversity on the board. WITHHOLD votes are further warranted for Gil Tily for serving as a non-independent member of a key board committee. Votes FOR the remaining director nominees are warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 9.26 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Report on Effectiveness of Diversity, Equity, and Inclusion Efforts	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted, as reporting quantitative and comparable diversity statistics would allow shareholders to better assess the effectiveness of the company's diversity initiatives and its management of related risks.</i>				

Artivion, Inc.

Meeting Date: 05/14/2024

Country: USA

Ticker: AORT

Record Date: 03/18/2024

Meeting Type: Annual

Primary Security ID: 228903100

Shares Voted: 831

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Thomas F. Ackerman	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Jeffrey (Jeff) Burbank, Marna Borgstrom, Elizabeth Hoff and Jon Salvesson for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Daniel J. Bevevino	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Jeffrey (Jeff) Burbank, Marna Borgstrom, Elizabeth Hoff and Jon Salvesson for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Marna P. Borgstrom	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Jeffrey (Jeff) Burbank, Marna Borgstrom, Elizabeth Hoff and Jon Salvesson for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director James W. Bullock	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Jeffrey (Jeff) Burbank, Marna Borgstrom, Elizabeth Hoff and Jon Salvesson for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Jeffrey H. Burbank	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Jeffrey (Jeff) Burbank, Marna Borgstrom, Elizabeth Hoff and Jon Salvesson for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Elizabeth A. Hoff	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Jeffrey (Jeff) Burbank, Marna Borgstrom, Elizabeth Hoff and Jon Salvesson for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director J. Patrick Mackin	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Jeffrey (Jeff) Burbank, Marna Borgstrom, Elizabeth Hoff and Jon Salvesson for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Jon W. Salvesson	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Jeffrey (Jeff) Burbank, Marna Borgstrom, Elizabeth Hoff and Jon Salvesson for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director Anthony B. Semedo	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Jeffrey (Jeff) Burbank, Marna Borgstrom, Elizabeth Hoff and Jon Salvesson for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Artivion, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; and * The company maintains an auto-accelerated equity vesting change-in-control provision.</i></p>					
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i></p>					
4	Amend Certificate of Incorporation to Allow the Exculpation of Officers	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted. The company seeks to align its officer exculpation provisions with the recently amended Delaware statute and existing protections afforded to directors, providing protections to officers that would allow the company to attract and retain quality personnel without negatively impacting shareholder rights.</i></p>					

BNP Paribas SA

Meeting Date: 05/14/2024 **Country:** France **Ticker:** BNP
Record Date: 05/10/2024 **Meeting Type:** Annual/Special
Primary Security ID: F1058Q238

Shares Voted: 16,762

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Ordinary Business	Mgmt			
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted due to the unqualified auditors' opinion and lack of concerns.</i></p>					
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted due to the unqualified auditors' opinion and lack of concerns.</i></p>					
3	Approve Allocation of Income and Dividends of EUR 4.60 per Share	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted because the proposed payout ratio is adequate without being excessive.</i></p>					
4	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted because the information disclosed in the auditors' special report does not raise any concerns.</i></p>					
5	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Such share buyback programs merit a vote FOR.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Renew Appointment of Deloitte & Associates as Auditor Responsible for Certifying Sustainability Information	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
7	Appoint Ernst & Young et Autres as Auditor Responsible for Certifying Sustainability Information	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
8	Reelect Christian Noyer as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the (re)elections of these independent nominees are warranted in the absence of specific concerns (Items 8 to 10). Votes FOR the reelection of Juliette Brisac as representative of the employee shareholders are warranted (item 11). Therefore, votes AGAINST items A-C are warranted.</i>				
9	Ratify Appointment of Marie-Christine Lombard as Director; Reelect Marie-Christine Lombard as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the (re)elections of these independent nominees are warranted in the absence of specific concerns (Items 8 to 10). Votes FOR the reelection of Juliette Brisac as representative of the employee shareholders are warranted (item 11). Therefore, votes AGAINST items A-C are warranted.</i>				
10	Elect Annemarie Straathof as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the (re)elections of these independent nominees are warranted in the absence of specific concerns (Items 8 to 10). Votes FOR the reelection of Juliette Brisac as representative of the employee shareholders are warranted (item 11). Therefore, votes AGAINST items A-C are warranted.</i>				
11	Reelect Juliette Brisac as Representative of Employee Shareholders to the Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the (re)elections of these independent nominees are warranted in the absence of specific concerns (Items 8 to 10). Votes FOR the reelection of Juliette Brisac as representative of the employee shareholders are warranted (item 11). Therefore, votes AGAINST items A-C are warranted.</i>				
	Proposals Submitted by Employees of BNP Paribas SA	Mgmt			
A	Elect Isabelle Coron as Representative of Employee Shareholders to the Board	SH	Against	Against	Against
	<i>Voting Policy Rationale: Votes FOR the (re)elections of these independent nominees are warranted in the absence of specific concerns (Items 8 to 10). Votes FOR the reelection of Juliette Brisac as representative of the employee shareholders are warranted (item 11). Therefore, votes AGAINST items A-C are warranted.</i>				
B	Elect Thierry Schwob as Representative of Employee Shareholders to the Board	SH	Against	Against	Against
	<i>Voting Policy Rationale: Votes FOR the (re)elections of these independent nominees are warranted in the absence of specific concerns (Items 8 to 10). Votes FOR the reelection of Juliette Brisac as representative of the employee shareholders are warranted (item 11). Therefore, votes AGAINST items A-C are warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
C	Elect Frederic Mayrand as Representative of Employee Shareholders to the Board	SH	Against	Against	Against
	<i>Voting Policy Rationale: Votes FOR the (re)elections of these independent nominees are warranted in the absence of specific concerns (Items 8 to 10). Votes FOR the reelection of Juliette Brisac as representative of the employee shareholders are warranted (item 11). Therefore, votes AGAINST items A-C are warranted.</i>				
12	Approve Remuneration Policy of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted although the following concern is raised: * The level of disclosure of the repartition of board fees is limited.</i>				
13	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted because it does not raise any significant concern.</i>				
14	Approve Remuneration Policy of CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these remuneration policies are warranted although the following concerns are raised: * The policy includes a significant increase of the Vice-CEOs' base salaries with a rationale that would have deserved to be more developed. * The elasticity of the bonus payouts in case of deteriorating performance could be limited. * Granted LTIPs would not be prorated in case of retirement before the end of the vesting period. The main reason for support is: * There are no other concerns.</i>				
15	Approve Remuneration Policy of Vice-CEOs	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these remuneration policies are warranted although the following concerns are raised: * The policy includes a significant increase of the Vice-CEOs' base salaries with a rationale that would have deserved to be more developed. * The elasticity of the bonus payouts in case of deteriorating performance could be limited. * Granted LTIPs would not be prorated in case of retirement before the end of the vesting period. The main reason for support is: * There are no other concerns.</i>				
16	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted, although the following concerns are raised: * There is a lack of responsiveness following shareholders' dissent at the previous AGM. The main reason for support is: * There are no other concerns.</i>				
17	Approve Compensation of Jean Lemierre, Chairman of the Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>				
18	Approve Compensation of Jean-Laurent Bonnafe, CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR These remuneration reports are warranted although the following concerns are raised: * The financial performance conditions attached to the bonus are deemed to lack elasticity for performance under targets; and * The level of achievement of qualitative criteria attached to the bonus is unclear. The main reason for support is: * There are no other concerns.</i>				
19	Approve Compensation of Yann Gerardin, Vice-CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR These remuneration reports are warranted although the following concerns are raised: * The financial performance conditions attached to the bonus are deemed to lack elasticity for performance under targets; and * The level of achievement of qualitative criteria attached to the bonus is unclear. The main reason for support is: * There are no other concerns.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
20	Approve Compensation of Thierry Laborde, Vice-CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR These remuneration reports are warranted although the following concerns are raised: * The financial performance conditions attached to the bonus are deemed to lack elasticity for performance under targets; and * The level of achievement of qualitative criteria attached to the bonus is unclear. The main reason for support is: * There are no other concerns.</i>				
21	Approve Remuneration of Directors in the Aggregate Amount of EUR 1,850,000	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted but it is not without concern as: * The rationale for the proposed increase is limited. * The level of disclosure of the repartition of board fees is limited.</i>				
22	Approve the Overall Envelope of Compensation of Certain Senior Management, Responsible Officers and the Risk-takers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>				
23	Fix Maximum Variable Compensation Ratio for Executives and Risk Takers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>				
	Extraordinary Business	Mgmt			
24	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 915 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the authorizations under items 24-27 and 29 are warranted as they respect the recommended 50/10-percent recommended limit for issuances with and without preemptive rights. A vote FOR item 31 is warranted although the following concerns are raised: * The authorization does not respect the recommended guidelines regarding the total volume of issuance without preemptive rights, the discount against the market price and the use of the authorization during a takeover period. The main reasons for support are: * The triggering condition is unlikely to be met and therefore this authorization represents a formality; and * Meeting the triggering condition would most likely mitigate the effect of the proposed discount.</i>				
25	Authorize Capital Increase of Up to EUR 225 Million for Future Exchange Offers	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the authorizations under items 24-27 and 29 are warranted as they respect the recommended 50/10-percent recommended limit for issuances with and without preemptive rights. A vote FOR item 31 is warranted although the following concerns are raised: * The authorization does not respect the recommended guidelines regarding the total volume of issuance without preemptive rights, the discount against the market price and the use of the authorization during a takeover period. The main reasons for support are: * The triggering condition is unlikely to be met and therefore this authorization represents a formality; and * Meeting the triggering condition would most likely mitigate the effect of the proposed discount.</i>				
26	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the authorizations under items 24-27 and 29 are warranted as they respect the recommended 50/10-percent recommended limit for issuances with and without preemptive rights. A vote FOR item 31 is warranted although the following concerns are raised: * The authorization does not respect the recommended guidelines regarding the total volume of issuance without preemptive rights, the discount against the market price and the use of the authorization during a takeover period. The main reasons for support are: * The triggering condition is unlikely to be met and therefore this authorization represents a formality; and * Meeting the triggering condition would most likely mitigate the effect of the proposed discount.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
27	Set Total Limit for Capital Increase to Result from Issuance Requests Under Items 25 and 26 at EUR 225 Million	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR the authorizations under items 24-27 and 29 are warranted as they respect the recommended 50/10-percent recommended limit for issuances with and without preemptive rights. A vote FOR item 31 is warranted although the following concerns are raised: * The authorization does not respect the recommended guidelines regarding the total volume of issuance without preemptive rights, the discount against the market price and the use of the authorization during a takeover period. The main reasons for support are: * The triggering condition is unlikely to be met and therefore this authorization represents a formality; and * Meeting the triggering condition would most likely mitigate the effect of the proposed discount.</i></p>					
28	Authorize Capitalization of Reserves of Up to EUR 915 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is warranted since this potential transfer of wealth is in shareholders' interests.</i></p>					
29	Set Total Limit for Capital Increase to Result from Issuance Requests Under Items 24 to 26 at EUR 915 Million	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR the authorizations under items 24-27 and 29 are warranted as they respect the recommended 50/10-percent recommended limit for issuances with and without preemptive rights. A vote FOR item 31 is warranted although the following concerns are raised: * The authorization does not respect the recommended guidelines regarding the total volume of issuance without preemptive rights, the discount against the market price and the use of the authorization during a takeover period. The main reasons for support are: * The triggering condition is unlikely to be met and therefore this authorization represents a formality; and * Meeting the triggering condition would most likely mitigate the effect of the proposed discount.</i></p>					
30	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as it does not raise concerns.</i></p>					
31	Approve Issuance of Super-Subordinated Contingent Convertible Bonds without Preemptive Rights for Private Placements, up to 10 Percent of Issued Capital	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR the authorizations under items 24-27 and 29 are warranted as they respect the recommended 50/10-percent recommended limit for issuances with and without preemptive rights. A vote FOR item 31 is warranted although the following concerns are raised: * The authorization does not respect the recommended guidelines regarding the total volume of issuance without preemptive rights, the discount against the market price and the use of the authorization during a takeover period. The main reasons for support are: * The triggering condition is unlikely to be met and therefore this authorization represents a formality; and * Meeting the triggering condition would most likely mitigate the effect of the proposed discount.</i></p>					
32	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted as such share capital reductions are favorable to shareholders.</i></p>					
33	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this routine item is warranted.</i></p>					

Centene Corporation

Meeting Date: 05/14/2024

Country: USA

Ticker: CNC

Record Date: 03/15/2024

Meeting Type: Annual

Primary Security ID: 15135B101

Shares Voted: 999

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Jessica L. Blume	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jessica Blume, Wayne DeVeydt, Lori Robinson, and Theodore (Ted) Samuels is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Kenneth A. Burdick	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jessica Blume, Wayne DeVeydt, Lori Robinson, and Theodore (Ted) Samuels is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Christopher J. Coughlin	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jessica Blume, Wayne DeVeydt, Lori Robinson, and Theodore (Ted) Samuels is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director H. James Dallas	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jessica Blume, Wayne DeVeydt, Lori Robinson, and Theodore (Ted) Samuels is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Wayne S. DeVeydt	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jessica Blume, Wayne DeVeydt, Lori Robinson, and Theodore (Ted) Samuels is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Frederick H. Eppinger	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jessica Blume, Wayne DeVeydt, Lori Robinson, and Theodore (Ted) Samuels is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Monte E. Ford	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jessica Blume, Wayne DeVeydt, Lori Robinson, and Theodore (Ted) Samuels is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Sarah M. London	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jessica Blume, Wayne DeVeydt, Lori Robinson, and Theodore (Ted) Samuels is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Lori J. Robinson	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jessica Blume, Wayne DeVeydt, Lori Robinson, and Theodore (Ted) Samuels is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Centene Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1j	Elect Director Theodore R. Samuels	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jessica Blume, Wayne DeVeydt, Lori Robinson, and Theodore (Ted) Samuels is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted. LTI awards lack a disclosed cap on payouts in the event of negative absolute TSR and strategic objectives represent a relatively high portion of annual incentives. Nevertheless, pay is reasonably in line with performance, with annual incentives majority based on a pre-set financial metric and long-term incentives predominantly performance conditioned with a multi-year performance period.</i></p>					
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
4	Adopt Near and Long-Term Science-Based GHG Emissions Reduction Targets Aligned with Paris Agreement Goal	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted. Additional disclosure about the company's GHG emission reduction targets and climate transition plan would help shareholders better evaluate the company's strategy around the transition to a low-carbon economy and its management of related risks and opportunities.</i></p>					

Cummins Inc.

Meeting Date: 05/14/2024

Country: USA

Ticker: CMI

Record Date: 03/21/2024

Meeting Type: Annual

Primary Security ID: 231021106

Shares Voted: 5,683

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Director Jennifer W. Rumsey	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Lynch, Gary Belske, Robert Bernhard, Bruno Di Leo Allen, Carla Harris, William Miller, Kimberly (Kim) Nelson, and Karen Quintos is warranted for lack of diversity on the board. Concerns are further raised with respect to lead independent director Thomas Lynch in light of CMI's proposed regulatory settlement to resolve allegations that CMI violated the Clean Air Act, the financial and reputational cost of which will be borne by shareholders, and that robust independent board oversight in a heightened regulatory environment will be critical for creating and sustaining long-term shareholder value. Votes FOR the remaining director nominees are warranted.</i></p>					
2	Elect Director Gary L. Belske	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Lynch, Gary Belske, Robert Bernhard, Bruno Di Leo Allen, Carla Harris, William Miller, Kimberly (Kim) Nelson, and Karen Quintos is warranted for lack of diversity on the board. Concerns are further raised with respect to lead independent director Thomas Lynch in light of CMI's proposed regulatory settlement to resolve allegations that CMI violated the Clean Air Act, the financial and reputational cost of which will be borne by shareholders, and that robust independent board oversight in a heightened regulatory environment will be critical for creating and sustaining long-term shareholder value. Votes FOR the remaining director nominees are warranted.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Elect Director Robert J. Bernhard	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Lynch, Gary Belske, Robert Bernhard, Bruno Di Leo Allen, Carla Harris, William Miller, Kimberly (Kim) Nelson, and Karen Quintos is warranted for lack of diversity on the board. Concerns are further raised with respect to lead independent director Thomas Lynch in light of CMI's proposed regulatory settlement to resolve allegations that CMI violated the Clean Air Act, the financial and reputational cost of which will be borne by shareholders, and that robust independent board oversight in a heightened regulatory environment will be critical for creating and sustaining long-term shareholder value. Votes FOR the remaining director nominees are warranted.</i></p>				
4	Elect Director Bruno V. Di Leo Allen	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Lynch, Gary Belske, Robert Bernhard, Bruno Di Leo Allen, Carla Harris, William Miller, Kimberly (Kim) Nelson, and Karen Quintos is warranted for lack of diversity on the board. Concerns are further raised with respect to lead independent director Thomas Lynch in light of CMI's proposed regulatory settlement to resolve allegations that CMI violated the Clean Air Act, the financial and reputational cost of which will be borne by shareholders, and that robust independent board oversight in a heightened regulatory environment will be critical for creating and sustaining long-term shareholder value. Votes FOR the remaining director nominees are warranted.</i></p>				
5	Elect Director Daniel W. Fisher	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Lynch, Gary Belske, Robert Bernhard, Bruno Di Leo Allen, Carla Harris, William Miller, Kimberly (Kim) Nelson, and Karen Quintos is warranted for lack of diversity on the board. Concerns are further raised with respect to lead independent director Thomas Lynch in light of CMI's proposed regulatory settlement to resolve allegations that CMI violated the Clean Air Act, the financial and reputational cost of which will be borne by shareholders, and that robust independent board oversight in a heightened regulatory environment will be critical for creating and sustaining long-term shareholder value. Votes FOR the remaining director nominees are warranted.</i></p>				
6	Elect Director Carla A. Harris	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Lynch, Gary Belske, Robert Bernhard, Bruno Di Leo Allen, Carla Harris, William Miller, Kimberly (Kim) Nelson, and Karen Quintos is warranted for lack of diversity on the board. Concerns are further raised with respect to lead independent director Thomas Lynch in light of CMI's proposed regulatory settlement to resolve allegations that CMI violated the Clean Air Act, the financial and reputational cost of which will be borne by shareholders, and that robust independent board oversight in a heightened regulatory environment will be critical for creating and sustaining long-term shareholder value. Votes FOR the remaining director nominees are warranted.</i></p>				
7	Elect Director Thomas J. Lynch	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Lynch, Gary Belske, Robert Bernhard, Bruno Di Leo Allen, Carla Harris, William Miller, Kimberly (Kim) Nelson, and Karen Quintos is warranted for lack of diversity on the board. Concerns are further raised with respect to lead independent director Thomas Lynch in light of CMI's proposed regulatory settlement to resolve allegations that CMI violated the Clean Air Act, the financial and reputational cost of which will be borne by shareholders, and that robust independent board oversight in a heightened regulatory environment will be critical for creating and sustaining long-term shareholder value. Votes FOR the remaining director nominees are warranted.</i></p>				
8	Elect Director William I. Miller	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Lynch, Gary Belske, Robert Bernhard, Bruno Di Leo Allen, Carla Harris, William Miller, Kimberly (Kim) Nelson, and Karen Quintos is warranted for lack of diversity on the board. Concerns are further raised with respect to lead independent director Thomas Lynch in light of CMI's proposed regulatory settlement to resolve allegations that CMI violated the Clean Air Act, the financial and reputational cost of which will be borne by shareholders, and that robust independent board oversight in a heightened regulatory environment will be critical for creating and sustaining long-term shareholder value. Votes FOR the remaining director nominees are warranted.</i></p>				
9	Elect Director Kimberly A. Nelson	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Lynch, Gary Belske, Robert Bernhard, Bruno Di Leo Allen, Carla Harris, William Miller, Kimberly (Kim) Nelson, and Karen Quintos is warranted for lack of diversity on the board. Concerns are further raised with respect to lead independent director Thomas Lynch in light of CMI's proposed regulatory settlement to resolve allegations that CMI violated the Clean Air Act, the financial and reputational cost of which will be borne by shareholders, and that robust independent board oversight in a heightened regulatory environment will be critical for creating and sustaining long-term shareholder value. Votes FOR the remaining director nominees are warranted.</i></p>				

Cummins Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10	Elect Director Karen H. Quintos	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Lynch, Gary Belske, Robert Bernhard, Bruno Di Leo Allen, Carla Harris, William Miller, Kimberly (Kim) Nelson, and Karen Quintos is warranted for lack of diversity on the board. Concerns are further raised with respect to lead independent director Thomas Lynch in light of CMI's proposed regulatory settlement to resolve allegations that CMI violated the Clean Air Act, the financial and reputational cost of which will be borne by shareholders, and that robust independent board oversight in a heightened regulatory environment will be critical for creating and sustaining long-term shareholder value. Votes FOR the remaining director nominees are warranted.</i>				
11	Elect Director John H. Stone	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Lynch, Gary Belske, Robert Bernhard, Bruno Di Leo Allen, Carla Harris, William Miller, Kimberly (Kim) Nelson, and Karen Quintos is warranted for lack of diversity on the board. Concerns are further raised with respect to lead independent director Thomas Lynch in light of CMI's proposed regulatory settlement to resolve allegations that CMI violated the Clean Air Act, the financial and reputational cost of which will be borne by shareholders, and that robust independent board oversight in a heightened regulatory environment will be critical for creating and sustaining long-term shareholder value. Votes FOR the remaining director nominees are warranted.</i>				
12	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as CEO pay and company performance are reasonably aligned at this time. That being said, the company provided limited disclosure surrounding the committee's rationale for excluding the charges relating to the proposed regulatory settlement, even though the former CEO and current CEO both had their calculated STI bonuses reduced. In this case, the majority of pay is conditioned on clearly disclosed financial performance metrics, and LTI outcomes are generally consistent with longer-term shareholder outcomes.</i>				
13	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 5.15 percent of the fees paid to the auditor are for non-audit purposes.</i>				
14	Require Independent Board Chair	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the importance of having an independent chairman of the board.</i>				
15	Disclose Plan to Link Executive Compensation to GHG Emissions Reduction Goals	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Incorporating climate-related performance measures, including GHG emissions reduction goals, as a broader component of senior executive pay setting decision-making would serve to further incentivize executives to ensure that company performance on environmental, social and sustainability considerations, alongside financial factors, is appropriately aligned with management's interests, the firm's stated commitments to sustainability, and long-term corporate strategy.</i>				

Deutsche Boerse AG

Meeting Date: 05/14/2024 **Country:** Germany **Ticker:** DB1
Record Date: 05/07/2024 **Meeting Type:** Annual
Primary Security ID: D1882G119

Shares Voted: 1,911

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt			

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
2	Approve Allocation of Income and Dividends of EUR 3.80 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i>				
3	Approve Discharge of Management Board for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4	Approve Discharge of Supervisory Board for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
5	Approve Issuance of Warrants/Bonds with Warrants Attached/Convertible Bonds without Preemptive Rights up to Aggregate Nominal Amount of EUR 5 Billion; Approve Creation of EUR 19 Million Pool of Capital to Guarantee Conversion Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposed authorization is warranted because the exclusion of preemptive rights is limited to 10 percent across all new and existing authorizations.</i>				
6	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposed share repurchase program is warranted because this is a standard request in Germany.</i>				
7	Authorize Use of Financial Derivatives when Repurchasing Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concerns.</i>				
8.1	Elect Andreas Gottschling to the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time.</i>				
8.2	Elect Martin Jetter to the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time.</i>				
8.3	Elect Shannon Johnston to the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time.</i>				
8.4	Elect Sigrid Kozmiensky to the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time.</i>				

Deutsche Boerse AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8.5	Elect Barbara Lambert to the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time.</i>				
8.6	Elect Charles Stonehill to the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time.</i>				
8.7	Elect Clara-Christina Streit to the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time.</i>				
8.8	Elect Chong Lee Tan to the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time.</i>				
9	Approve Remuneration Policy for the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the remuneration policy for supervisory board members is warranted because it is in line with market practice and no significant concerns are noted.</i>				
10	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the company's remuneration report is broadly in line with, and exceeds in many respects, best practice standards in Germany. However, it is not without concerns: * An increase to pension contributions was made for one executive, which can be considered high in the context of market practice, and no rationale was provided. * Ex-post disclosure regarding the assessment of individual performance criteria under the STI remains somewhat underdeveloped. * ESG targets set for granted LTI awards may not be sufficiently challenging.</i>				
11.1	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2024 and for the Review of Interim Financial Statements for the First Half of Fiscal Year 2024	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR are warranted because there are no concerns regarding these proposals.</i>				
11.2	Ratify PricewaterhouseCoopers GmbH as Authorized Sustainability Auditors for Fiscal Year 2024	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR are warranted because there are no concerns regarding these proposals.</i>				

Essex Property Trust, Inc.

Meeting Date: 05/14/2024

Country: USA

Ticker: ESS

Record Date: 03/01/2024

Meeting Type: Annual

Primary Security ID: 297178105

Shares Voted: 3,041

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director John V. Arabia	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				

Essex Property Trust, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1b	Elect Director Keith R. Guericke	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1c	Elect Director Anne B. Gust	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1d	Elect Director Maria R. Hawthorne	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1e	Elect Director Amal M. Johnson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1f	Elect Director Mary Kasaris	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1g	Elect Director Angela L. Kleiman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director Irving F. Lyons, III	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1i	Elect Director George M. Marcus	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 5.03 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and company performance are reasonably aligned at this time. Although some concerns exist regarding the company's limited disclosure of performance goals and the large portion of the STI based on individual goals, the STI was half based on quantitative metrics and the company redesigned its LTI program to be primarily performance-based beginning in FY24.</i>				

Five9, Inc.

Meeting Date: 05/14/2024

Country: USA

Ticker: FIVN

Record Date: 03/18/2024

Meeting Type: Annual

Primary Security ID: 338307101

Shares Voted: 229

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Michael Burdick	Mgmt	For	Withhold	Withhold

Five9, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Michael Burdick and Julie Iskow for lack of diversity on the board. WITHHOLD votes are further warranted for director nominees Michael Burdick and Julie Iskow due to board's failure to remove, or subject to a sunset requirement, the classified board and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights.</i>				
1.2	Elect Director Julie Iskow	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Michael Burdick and Julie Iskow for lack of diversity on the board. WITHHOLD votes are further warranted for director nominees Michael Burdick and Julie Iskow due to board's failure to remove, or subject to a sunset requirement, the classified board and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the proposal is warranted. Although a pay-for-performance misalignment is mitigated for the year in review, the Compensation Committee was not fully responsive to shareholder concerns following a low say-on-pay vote result. In particular, shareholders noted concerns regarding one-time grants given to the CEO and other NEO grants in FY22, yet the Compensation Committee did not provide any safeguards or assurances regarding any potential future grants going forward, though it is noted that some positive changes were made to the annual pay programs in response to shareholder feedback.</i>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
	<i>Voting Policy Rationale: A vote for the adoption of an ANNUAL say-on-pay frequency is warranted. Annual say-on-pay votes are considered a best practice as they give shareholders a regular opportunity to opine on executive pay.</i>				
4	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				

Knife River Corp.

Meeting Date: 05/14/2024

Country: USA

Ticker: KNF

Record Date: 03/15/2024

Meeting Type: Annual

Primary Security ID: 498894104

Shares Voted: 784

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director German Carmona Alvarez	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominee German Carmona Alvarez is warranted for lack of diversity on the board. A vote AGAINST incumbent director nominee German Carmona Alvarez is also warranted given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents which adversely impacts shareholder rights. A vote FOR remaining director nominee Thomas Hill is warranted.</i>				
1b	Elect Director Thomas W. Hill	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominee German Carmona Alvarez is warranted for lack of diversity on the board. A vote AGAINST incumbent director nominee German Carmona Alvarez is also warranted given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents which adversely impacts shareholder rights. A vote FOR remaining director nominee Thomas Hill is warranted.</i>				
2	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
	<i>Voting Policy Rationale: A vote for the adoption of an ANNUAL say-on-pay frequency is warranted. Annual say-on-pay votes are considered a best practice as they give shareholders a regular opportunity to opine on executive pay.</i>				

Knife River Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i></p>					
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i></p>					

Laboratory Corporation of America Holdings

Meeting Date: 05/14/2024

Country: USA

Ticker: LH

Record Date: 03/20/2024

Meeting Type: Annual

Primary Security ID: 504922105

Shares Voted: 990

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Kerrii B. Anderson	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST Kathryn Wengel is warranted for failing to attend at least 75 percent of her total board and committee meetings held during the fiscal year under review without an acceptable reason for the absences. A vote FOR all other nominees is warranted.</i></p>					
1b	Elect Director Jeffrey A. Davis	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST Kathryn Wengel is warranted for failing to attend at least 75 percent of her total board and committee meetings held during the fiscal year under review without an acceptable reason for the absences. A vote FOR all other nominees is warranted.</i></p>					
1c	Elect Director D. Gary Gilliland	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST Kathryn Wengel is warranted for failing to attend at least 75 percent of her total board and committee meetings held during the fiscal year under review without an acceptable reason for the absences. A vote FOR all other nominees is warranted.</i></p>					
1d	Elect Director Kirsten M. Kliphouse	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST Kathryn Wengel is warranted for failing to attend at least 75 percent of her total board and committee meetings held during the fiscal year under review without an acceptable reason for the absences. A vote FOR all other nominees is warranted.</i></p>					
1e	Elect Director Garheng Kong	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST Kathryn Wengel is warranted for failing to attend at least 75 percent of her total board and committee meetings held during the fiscal year under review without an acceptable reason for the absences. A vote FOR all other nominees is warranted.</i></p>					
1f	Elect Director Peter M. Neupert	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST Kathryn Wengel is warranted for failing to attend at least 75 percent of her total board and committee meetings held during the fiscal year under review without an acceptable reason for the absences. A vote FOR all other nominees is warranted.</i></p>					

Laboratory Corporation of America Holdings

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1g	Elect Director Richelle P. Parham	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST Kathryn Wengel is warranted for failing to attend at least 75 percent of her total board and committee meetings held during the fiscal year under review without an acceptable reason for the absences. A vote FOR all other nominees is warranted.</i>				
1h	Elect Director Paul B. Rothman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST Kathryn Wengel is warranted for failing to attend at least 75 percent of her total board and committee meetings held during the fiscal year under review without an acceptable reason for the absences. A vote FOR all other nominees is warranted.</i>				
1i	Elect Director Adam H. Schechter	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST Kathryn Wengel is warranted for failing to attend at least 75 percent of her total board and committee meetings held during the fiscal year under review without an acceptable reason for the absences. A vote FOR all other nominees is warranted.</i>				
1j	Elect Director Kathryn E. Wengel	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST Kathryn Wengel is warranted for failing to attend at least 75 percent of her total board and committee meetings held during the fiscal year under review without an acceptable reason for the absences. A vote FOR all other nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Annual incentives were primarily based on financial measures, and a majority of the equity awards were performance-based and measured over a multi-year performance period.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. The company has a policy which limits cash severance to a reasonable basis, absent shareholder approval, and no significant concerns are identified with respect to the company's other current executive severance arrangements.</i>				
5	Report on Transport of Nonhuman Primates Within the U.S.	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because shareholders would benefit from additional disclosure about steps the company is taking to mitigate risks related to animal welfare in its transport of non-human primates.</i>				
6	Report on Risks Related to Fulfilling Information Requests for Enforcing Laws Criminalizing Abortion Access	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as additional disclosure on the potential risks and costs associated with the fulfillment of information requests for the enforcement of state laws related to reproductive rights would allow shareholders to assess how the company is managing such risks.</i>				

Lotus Bakeries NV

Meeting Date: 05/14/2024

Country: Belgium

Ticker: LOTB

Record Date: 04/30/2024

Meeting Type: Annual

Primary Security ID: B5783H102

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Annual Meeting Agenda	Mgmt			
	Receive Directors' Reports (Non-Voting)	Mgmt			
<i>Voting Policy Rationale: No vote is required.</i>					
2	Receive Auditors' Reports (Non-Voting)	Mgmt			
<i>Voting Policy Rationale: No vote is required.</i>					
3	Approve Financial Statements, Allocation of Income, and Dividends of EUR 58 per Share	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this dividend proposal is warranted because the proposed payout ratio is adequate without being excessive.</i>					
4	Receive Consolidated Financial Statements and Statutory Reports (Non-Voting)	Mgmt			
<i>Voting Policy Rationale: This is a non-voting item.</i>					
5	Approve Remuneration Report	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted, because: * The company increased the CEO's base salary without providing a compelling rationale. * Limited disclosure on the STI plan regarding the performance targets in the short-term incentive plan (STIP). As such, it is difficult for investors to gauge the stringency of the STIP. * The remuneration report does not provide enough disclosure regarding the criteria and the performance targets in the long-term incentive plan (LTIP) plans.</i>					
6	Approve Discharge of Directors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted in the absence of any information about significant and compelling controversies that the board is not fulfilling its fiduciary duties.</i>					
7	Approve Discharge of Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted in the absence of any information about significant and compelling controversies that the auditor is not fulfilling its duties.</i>					
8	Reelect Beneconsult BV, Permanently Represented by Benedikte Boone, as Director	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominees Benedikte Boone and Sofie Boone is warranted for lack of diversity on the board. A vote AGAINST the reelection of Benedikte Boone and Sofie Boone is further warranted because the nominees are considered non-independent, whereas the overall board lacks sufficient independence among its members. Furthermore, we raise concerns due to the company maintaining a share structure with unequal voting rights and the nominees being the primary beneficiaries of such share structure.</i>					
9	Reelect Concellent NV, Permanently Represented by Sofie Boone, as Director	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominees Benedikte Boone and Sofie Boone is warranted for lack of diversity on the board. A vote AGAINST the reelection of Benedikte Boone and Sofie Boone is further warranted because the nominees are considered non-independent, whereas the overall board lacks sufficient independence among its members. Furthermore, we raise concerns due to the company maintaining a share structure with unequal voting rights and the nominees being the primary beneficiaries of such share structure.</i>					
10	Appoint PwC as Auditors for the Sustainability Reporting	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted as no concerns are noted regarding this proposal.</i>					

Lotus Bakeries NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
11	Authorize Implementation of Approved Resolutions and Filing of Required Documents/Formalities at Trade Registry	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is warranted, as this proposal concerns a routine legal procedure and will authorize only the implementation of items approved by the shareholder meeting.</i></p>					

Motorola Solutions, Inc.

Meeting Date: 05/14/2024 **Country:** USA **Ticker:** MSI
Record Date: 03/15/2024 **Meeting Type:** Annual
Primary Security ID: 620076307

Shares Voted: 4,058

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Gregory Q. Brown	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kenneth (Ken) Denman, Gregory (Greg) Mondre and Joseph Tucci is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1b	Elect Director Nicole Anasenes	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kenneth (Ken) Denman, Gregory (Greg) Mondre and Joseph Tucci is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1c	Elect Director Kenneth D. Denman	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kenneth (Ken) Denman, Gregory (Greg) Mondre and Joseph Tucci is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1d	Elect Director Ayanna M. Howard	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kenneth (Ken) Denman, Gregory (Greg) Mondre and Joseph Tucci is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1e	Elect Director Clayton M. Jones	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kenneth (Ken) Denman, Gregory (Greg) Mondre and Joseph Tucci is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1f	Elect Director Judy C. Lewent	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kenneth (Ken) Denman, Gregory (Greg) Mondre and Joseph Tucci is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1g	Elect Director Gregory K. Mondre	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kenneth (Ken) Denman, Gregory (Greg) Mondre and Joseph Tucci is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					

Motorola Solutions, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1h	Elect Director Joseph M. Tucci	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kenneth (Ken) Denman, Gregory (Greg) Mondre and Joseph Tucci is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 8.64 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review. In addition, annual incentives are primarily determined by pre-set financial metrics and a majority of long-term incentives are performance conditioned and measured over a multi-year period.</i>				
4	Amend Certificate of Incorporation to Provide for the Exculpation of Certain Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. The company seeks to align its officer exculpation provisions with the recently amended Delaware statute and existing protections afforded to directors, providing protections to officers that would allow the company to attract and retain quality personnel without negatively impacting shareholder rights.</i>				

Phoenix Group Holdings Plc

Meeting Date: 05/14/2024 **Country:** United Kingdom **Ticker:** PHNX
Record Date: 05/10/2024 **Meeting Type:** Annual
Primary Security ID: G7S8MZ109

Shares Voted: 2,148

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>				
2	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted as no significant concerns have been identified.</i>				
3	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
4	Re-elect Andy Briggs as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Nicholas (Nick) Lyons, Karen Green, Katie Murray, John Pollock, and Nicholas Shott is warranted for lack of diversity on the board. A vote FOR remaining nominees is warranted.</i>				

Phoenix Group Holdings Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Elect Eleanor Bucks as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Nicholas (Nick) Lyons, Karen Green, Katie Murray, John Pollock, and Nicholas Shott is warranted for lack of diversity on the board. A vote FOR remaining nominees is warranted.</i>				
6	Re-elect Karen Green as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Nicholas (Nick) Lyons, Karen Green, Katie Murray, John Pollock, and Nicholas Shott is warranted for lack of diversity on the board. A vote FOR remaining nominees is warranted.</i>				
7	Re-elect Mark Gregory as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Nicholas (Nick) Lyons, Karen Green, Katie Murray, John Pollock, and Nicholas Shott is warranted for lack of diversity on the board. A vote FOR remaining nominees is warranted.</i>				
8	Re-elect Hiroyuki Iioka as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Nicholas (Nick) Lyons, Karen Green, Katie Murray, John Pollock, and Nicholas Shott is warranted for lack of diversity on the board. A vote FOR remaining nominees is warranted.</i>				
9	Re-elect Nicholas Lyons as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Nicholas (Nick) Lyons, Karen Green, Katie Murray, John Pollock, and Nicholas Shott is warranted for lack of diversity on the board. A vote FOR remaining nominees is warranted.</i>				
10	Re-elect Katie Murray as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Nicholas (Nick) Lyons, Karen Green, Katie Murray, John Pollock, and Nicholas Shott is warranted for lack of diversity on the board. A vote FOR remaining nominees is warranted.</i>				
11	Re-elect John Pollock as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Nicholas (Nick) Lyons, Karen Green, Katie Murray, John Pollock, and Nicholas Shott is warranted for lack of diversity on the board. A vote FOR remaining nominees is warranted.</i>				
12	Re-elect Belinda Richards as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Nicholas (Nick) Lyons, Karen Green, Katie Murray, John Pollock, and Nicholas Shott is warranted for lack of diversity on the board. A vote FOR remaining nominees is warranted.</i>				
13	Elect David Scott as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Nicholas (Nick) Lyons, Karen Green, Katie Murray, John Pollock, and Nicholas Shott is warranted for lack of diversity on the board. A vote FOR remaining nominees is warranted.</i>				
14	Re-elect Maggie Semple as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Nicholas (Nick) Lyons, Karen Green, Katie Murray, John Pollock, and Nicholas Shott is warranted for lack of diversity on the board. A vote FOR remaining nominees is warranted.</i>				

Phoenix Group Holdings Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
15	Re-elect Nicholas Shott as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Nicholas (Nick) Lyons, Karen Green, Katie Murray, John Pollock, and Nicholas Shott is warranted for lack of diversity on the board. A vote FOR remaining nominees is warranted.</i>				
16	Re-elect Rakesh Thakrar as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Nicholas (Nick) Lyons, Karen Green, Katie Murray, John Pollock, and Nicholas Shott is warranted for lack of diversity on the board. A vote FOR remaining nominees is warranted.</i>				
17	Appoint KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as no significant concerns have been identified.</i>				
18	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
19	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				
20	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
21	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
22	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
23	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				
24	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>				

QuidelOrtho Corporation

Meeting Date: 05/14/2024

Country: USA

Ticker: QDEL

Record Date: 03/18/2024

Meeting Type: Annual

Primary Security ID: 219798105

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Kenneth F. Buechler	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Kenneth Buechler, Kenneth (Ken) Widder, and Joseph Wilkins Jr. for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
1.2	Elect Director Evelyn S. Dilsaver	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Kenneth Buechler, Kenneth (Ken) Widder, and Joseph Wilkins Jr. for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
1.3	Elect Director Edward L. Michael	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Kenneth Buechler, Kenneth (Ken) Widder, and Joseph Wilkins Jr. for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
1.4	Elect Director Mary Lake Polan	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Kenneth Buechler, Kenneth (Ken) Widder, and Joseph Wilkins Jr. for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
1.5	Elect Director James R. Prutow	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Kenneth Buechler, Kenneth (Ken) Widder, and Joseph Wilkins Jr. for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
1.6	Elect Director Ann D. Rhoads	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Kenneth Buechler, Kenneth (Ken) Widder, and Joseph Wilkins Jr. for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
1.7	Elect Director Robert R. Schmidt	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Kenneth Buechler, Kenneth (Ken) Widder, and Joseph Wilkins Jr. for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
1.8	Elect Director Matthew W. Strobeck	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Kenneth Buechler, Kenneth (Ken) Widder, and Joseph Wilkins Jr. for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
1.9	Elect Director Kenneth J. Widder	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Kenneth Buechler, Kenneth (Ken) Widder, and Joseph Wilkins Jr. for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
1.10	Elect Director Joseph D. Wilkins, Jr.	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Kenneth Buechler, Kenneth (Ken) Widder, and Joseph Wilkins Jr. for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				

QuidelOrtho Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i></p>					
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.47 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					

Skyworks Solutions, Inc.

Meeting Date: 05/14/2024 **Country:** USA **Ticker:** SWKS
Record Date: 03/20/2024 **Meeting Type:** Annual
Primary Security ID: 83088M102

Shares Voted: 673

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Alan S. Batey	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kevin Beebe, Suzanne (Suzi) McBride, David (Dave) McGlade and Maryann Turcke is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Kevin L. Beebe	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kevin Beebe, Suzanne (Suzi) McBride, David (Dave) McGlade and Maryann Turcke is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director Liam K. Griffin	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kevin Beebe, Suzanne (Suzi) McBride, David (Dave) McGlade and Maryann Turcke is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1d	Elect Director Eric J. Guerin	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kevin Beebe, Suzanne (Suzi) McBride, David (Dave) McGlade and Maryann Turcke is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1e	Elect Director Christine King	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kevin Beebe, Suzanne (Suzi) McBride, David (Dave) McGlade and Maryann Turcke is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1f	Elect Director Suzanne E. McBride	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kevin Beebe, Suzanne (Suzi) McBride, David (Dave) McGlade and Maryann Turcke is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1g	Elect Director David P. McGlade	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kevin Beebe, Suzanne (Suzi) McBride, David (Dave) McGlade and Maryann Turcke is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

Skyworks Solutions, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1h	Elect Director Robert A. Schriesheim	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kevin Beebe, Suzanne (Suzi) McBride, David (Dave) McGlade and Maryann Turcke is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Maryann Turcke	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kevin Beebe, Suzanne (Suzi) McBride, David (Dave) McGlade and Maryann Turcke is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposal is warranted. Some concerns are noted regarding target setting in the STI, as targets were set below actual performance levels in the prior year without a corresponding reduction in target payout opportunity. There are also concerns regarding the relative TSR metric in the LTI program, as the metric lacks a vesting cap should absolute TSR be negative over the three-year performance period; relative TSR also has a relatively high maximum vesting opportunity. However, these concerns are mitigated for the year in review, as the annual bonus program was entirely based on pre-set financial metrics, paying out below target, which was in line with recent company performance. Additionally, a majority of the annual equity grant was in performance-conditioned equity, with a significant portion of that utilizing a multi-year performance period. Finally, the award utilizes rigorous relative goals, with above-median performance required in order for the award to vest at target.</i>				
4	Eliminate Supermajority Vote Requirement to Approve Mergers, Consolidations or Dispositions of Substantial Assets	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted given that the reduction in the supermajority vote requirements would enhance shareholder rights.</i>				
5	Eliminate Supermajority Vote Requirement to Approve Certain Business Combinations	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted given that the reduction in the supermajority vote requirements would enhance shareholder rights.</i>				
6	Eliminate Supermajority Vote Requirement to Amend Charter Provisions Governing Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted given that the reduction in the supermajority vote requirements would enhance shareholder rights.</i>				
7	Eliminate Supermajority Vote Requirement to Amend Charter Provision Governing Action by Stockholders	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted given that the reduction in the supermajority vote requirements would enhance shareholder rights.</i>				
8	Amend Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				

Skyworks Solutions, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
9	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted given that the purchase price and number of shares reserved is reasonable, and the offer period is within the limits prescribed by Section 423 of the Internal Revenue Code.</i></p>					
10	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. The company has a policy that limits cash severance to a reasonable basis, absent shareholder approval, and no significant concerns are identified with respect to equity award treatment.</i></p>					
11	Adopt GHG Emissions Reduction Targets and Climate Transition Plan Aligned with the Paris Agreement Goal	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted, as setting science-based reduction targets and plans to achieve them would allow the company to better align with its peers and better meet its customers' expectations.</i></p>					

SPX Technologies, Inc.

Meeting Date: 05/14/2024 **Country:** USA **Ticker:** SPXC
Record Date: 03/18/2024 **Meeting Type:** Annual
Primary Security ID: 78473E103

Shares Voted: 635

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Ruth G. Shaw	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1.2	Elect Director Robert B. Toth	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1.3	Elect Director Angel Shelton Willis	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i></p>					
3	Declassify the Board of Directors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as it enhances board accountability to shareholders and demonstrates a commitment to shareholders' interests on the part of management.</i></p>					

SPX Technologies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Amend Certificate of Incorporation to Provide for the Exculpation of Certain Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i>				
5	Adopt the Jurisdiction of Incorporation as the Exclusive Forum for Certain Disputes	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as Delaware courts are considered an appropriate forum for the resolution of claims arising under Delaware law and requiring federal securities litigation to be brought in federal court has the potential to reduce the company's litigation costs without unduly burdening would-be plaintiffs.</i>				
6	Amend Certificate of Incorporation to Add Federal Forum Selection Provision	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as requiring federal securities litigation to be brought in federal court has the potential to reduce the company's litigation costs without unduly burdening would-be plaintiffs.</i>				
7	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.72 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Swedish Orphan Biovitrum AB

Meeting Date: 05/14/2024 **Country:** Sweden **Ticker:** SOBI
Record Date: 05/03/2024 **Meeting Type:** Annual
Primary Security ID: W95637117

Shares Voted: 946

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Open Meeting	Mgmt			
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
2	Elect Chairman of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
3	Prepare and Approve List of Shareholders	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
4	Approve Agenda of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
5	Designate Inspector(s) of Minutes of Meeting	Mgmt			
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				

Swedish Orphan Biovitrum AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Acknowledge Proper Convening of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
7	Receive Financial Statements and Statutory Reports	Mgmt			
	<i>Voting Policy Rationale: These are routine, non-voting items.</i>				
8	Receive President's Report	Mgmt			
	<i>Voting Policy Rationale: These are routine, non-voting items.</i>				
9	Receive Report on Work of Board and Committees	Mgmt			
	<i>Voting Policy Rationale: These are routine, non-voting items.</i>				
10	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the approval of the annual accounts is warranted due to a lack of concern regarding the accounts presented or audit procedures used.</i>				
11	Approve Allocation of Income and Omission of Dividends	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the omission of dividend is warranted because the company prefers to invest in growth at this moment.</i>				
12.1	Approve Discharge of Hakan Bjorklund	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board of directors or the CEO have not fulfilled their fiduciary duties.</i>				
12.2	Approve Discharge of Christophe Bourdon	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board of directors or the CEO have not fulfilled their fiduciary duties.</i>				
12.3	Approve Discharge of Annette Clancy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board of directors or the CEO have not fulfilled their fiduciary duties.</i>				
12.4	Approve Discharge of Matthew Gantz	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board of directors or the CEO have not fulfilled their fiduciary duties.</i>				
12.5	Approve Discharge of Bo Jesper Hansen	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board of directors or the CEO have not fulfilled their fiduciary duties.</i>				
12.6	Approve Discharge of Helena Saxon	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board of directors or the CEO have not fulfilled their fiduciary duties.</i>				
12.7	Approve Discharge of Staffan Schuberg	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board of directors or the CEO have not fulfilled their fiduciary duties.</i>				

Swedish Orphan Biovitrum AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
12.8	Approve Discharge of Filippa Stenberg	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board of directors or the CEO have not fulfilled their fiduciary duties.</i>				
12.9	Approve Discharge of Anders Ullman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board of directors or the CEO have not fulfilled their fiduciary duties.</i>				
12.10	Approve Discharge of Pia Axelson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board of directors or the CEO have not fulfilled their fiduciary duties.</i>				
12.11	Approve Discharge of Erika Husing	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board of directors or the CEO have not fulfilled their fiduciary duties.</i>				
12.12	Approve Discharge of Mats Lek	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board of directors or the CEO have not fulfilled their fiduciary duties.</i>				
12.13	Approve Discharge of Katy Mazibuko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board of directors or the CEO have not fulfilled their fiduciary duties.</i>				
12.14	Approve Discharge of Sara Carlsson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board of directors or the CEO have not fulfilled their fiduciary duties.</i>				
12.15	Approve Discharge of Asa Kjellstrom	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board of directors or the CEO have not fulfilled their fiduciary duties.</i>				
12.16	Approve Discharge of Linda Larsson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board of directors or the CEO have not fulfilled their fiduciary duties.</i>				
12.17	Approve Discharge of Susanna Ronnback	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board of directors or the CEO have not fulfilled their fiduciary duties.</i>				
12.18	Approve Discharge of CEO Guido Oelkers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board of directors or the CEO have not fulfilled their fiduciary duties.</i>				

Swedish Orphan Biovitrum AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
13.1	Approve Remuneration of Directors in the Amount of SEK 1.9 for Chairman and SEK 625,000 for Other Directors; Approve Remuneration for Committee Work; Approve Meeting Fees	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration proposal is warranted because of a lack of concern regarding the proposed fees.</i>				
13.2	Approve Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
14.1	Determine Number of Members (7) and Deputy Members (0) of Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because of a lack of controversy concerning the size of the board.</i>				
14.2	Determine Number of Auditors (1) and Deputy Auditors (0)	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because of a lack of controversy concerning the number of auditors.</i>				
15.a	Reelect Christophe Bourdon as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST Helena Saxon (Item 15.c), Filippa Stenberg (Item 15.e), Sven Anders Ullman (Item 15.f), and Zlatko Rihter (Item 15.g) is warranted due to their non-independent status on a board with an insufficient level of overall independence. A vote AGAINST Helena Saxon (Item 15.c) and Filippa Stenberg (Item 15.e) is also not warranted due to their non-independent status on the audit committee with insufficient level of overall independence. Additionally, the audit committee chairman Helena Saxon is non-independent. A vote FOR the remaining director nominees is warranted at this time.</i>				
15.b	Reelect Annette Clancy as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST Helena Saxon (Item 15.c), Filippa Stenberg (Item 15.e), Sven Anders Ullman (Item 15.f), and Zlatko Rihter (Item 15.g) is warranted due to their non-independent status on a board with an insufficient level of overall independence. A vote AGAINST Helena Saxon (Item 15.c) and Filippa Stenberg (Item 15.e) is also not warranted due to their non-independent status on the audit committee with insufficient level of overall independence. Additionally, the audit committee chairman Helena Saxon is non-independent. A vote FOR the remaining director nominees is warranted at this time.</i>				
15.c	Reelect Helena Saxon as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST Helena Saxon (Item 15.c), Filippa Stenberg (Item 15.e), Sven Anders Ullman (Item 15.f), and Zlatko Rihter (Item 15.g) is warranted due to their non-independent status on a board with an insufficient level of overall independence. A vote AGAINST Helena Saxon (Item 15.c) and Filippa Stenberg (Item 15.e) is also not warranted due to their non-independent status on the audit committee with insufficient level of overall independence. Additionally, the audit committee chairman Helena Saxon is non-independent. A vote FOR the remaining director nominees is warranted at this time.</i>				
15.d	Reelect Staffan Schuberg as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST Helena Saxon (Item 15.c), Filippa Stenberg (Item 15.e), Sven Anders Ullman (Item 15.f), and Zlatko Rihter (Item 15.g) is warranted due to their non-independent status on a board with an insufficient level of overall independence. A vote AGAINST Helena Saxon (Item 15.c) and Filippa Stenberg (Item 15.e) is also not warranted due to their non-independent status on the audit committee with insufficient level of overall independence. Additionally, the audit committee chairman Helena Saxon is non-independent. A vote FOR the remaining director nominees is warranted at this time.</i>				

Swedish Orphan Biovitrum AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
15.e	Reelect Filippa Stenberg as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST Helena Saxon (Item 15.c), Filippa Stenberg (Item 15.e), Sven Anders Ullman (Item 15.f), and Zlatko Rihter (Item 15.g) is warranted due to their non-independent status on a board with an insufficient level of overall independence. A vote AGAINST Helena Saxon (Item 15.c) and Filippa Stenberg (Item 15.e) is also not warranted due to their non-independent status on the audit committee with insufficient level of overall independence. Additionally, the audit committee chairman Helena Saxon is non-independent. A vote FOR the remaining director nominees is warranted at this time.</i>				
15.f	Reelect Anders Ullman as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST Helena Saxon (Item 15.c), Filippa Stenberg (Item 15.e), Sven Anders Ullman (Item 15.f), and Zlatko Rihter (Item 15.g) is warranted due to their non-independent status on a board with an insufficient level of overall independence. A vote AGAINST Helena Saxon (Item 15.c) and Filippa Stenberg (Item 15.e) is also not warranted due to their non-independent status on the audit committee with insufficient level of overall independence. Additionally, the audit committee chairman Helena Saxon is non-independent. A vote FOR the remaining director nominees is warranted at this time.</i>				
15.g	Elect Zlatko Rihter as New Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST Helena Saxon (Item 15.c), Filippa Stenberg (Item 15.e), Sven Anders Ullman (Item 15.f), and Zlatko Rihter (Item 15.g) is warranted due to their non-independent status on a board with an insufficient level of overall independence. A vote AGAINST Helena Saxon (Item 15.c) and Filippa Stenberg (Item 15.e) is also not warranted due to their non-independent status on the audit committee with insufficient level of overall independence. Additionally, the audit committee chairman Helena Saxon is non-independent. A vote FOR the remaining director nominees is warranted at this time.</i>				
15.h	Elect Annette Clancy as Board Chair	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because there are no concerns with the election of this individual as board chairman.</i>				
15.i	Ratify Ernst & Young as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
16	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed remuneration report is well described and does not contravene good European executive remuneration practice. The vote is qualified due to the lack of ex-post target disclosure for the company's STIP.</i>				
17	Approve Remuneration Policy And Other Terms of Employment For Executive Management	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this item is warranted because of the inclusion of an excessive discretionary mandate in the policy.</i>				
18.A1	Approve Long Term Incentive Program (Management Program)	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because a large portion of the awards are based on a performance criterion with annual performance periods.</i>				
18.A2	Approve Long Term Incentive Program (All Employee Program)	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted as the proposed all employee incentive program does not raise major concern.</i>				
18.B1	Approve Equity Plan Financing (Management Program)	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted as the requested funding would be used to fund an incentive plan with an insufficient performance period.</i>				

Swedish Orphan Biovitrum AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
18.B2	Approve Equity Plan Financing (All Employee Program)	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted as the proposed decision would fund an equity remuneration plan that does not raise concerns.</i>				
18.C	Approve Alternative Equity Plan Financing	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted as it would be used to fund an incentive plan with an insufficient performance period (see Item 18.A1).</i>				
19	Approve Creation of Pool of Capital without Preemptive Rights	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this issuance authorization is warranted because the potential share capital increase is excessive.</i>				
20	Approve Transfer of Shares in Connection with Previous Share Programs	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because this proposal will finance already granted awards.</i>				
21	Close Meeting	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting formality.</i>				

Tencent Holdings Limited

Meeting Date: 05/14/2024 **Country:** Cayman Islands **Ticker:** 700
Record Date: 05/08/2024 **Meeting Type:** Annual
Primary Security ID: G87572163

Shares Voted: 54,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR this resolution is warranted.</i>				
2	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine dividend proposal.</i>				
3a	Elect Charles St Leger Searle as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR both nominees is warranted given the absence of any known issues concerning the nominees.</i>				
3b	Elect Ke Yang as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR both nominees is warranted given the absence of any known issues concerning the nominees.</i>				
3c	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: Director fees at Hong Kong-listed companies are usually reasonable. In the absence of known concerns over director remuneration at the company, a vote FOR this proposal is warranted.</i>				

Tencent Holdings Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Approve PricewaterhouseCoopers as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the audit firm, its remuneration, and the way the audit was conducted.</i>				
5	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted given that the company has not specified the discount limit for issuances of shares for cash consideration and issuances for non-cash consideration.</i>				
6	Authorize Repurchase of Issued Share Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted given the absence of any known issues concerning the proposed share repurchase.</i>				
7	Amend Third Amended and Restated Memorandum of Association and Articles of Association and Adopt Fourth Amended and Restated Memorandum of Association and Articles of Association	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that the amendments are mainly proposed to reflect the company's current circumstances and are made on the basis of the relevant laws and regulations governing the company.</i>				

Teradata Corporation

Meeting Date: 05/14/2024

Country: USA

Ticker: TDC

Record Date: 03/18/2024

Meeting Type: Annual

Primary Security ID: 88076W103

Shares Voted: 1,937

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Lisa R. Bacus	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Lisa Bacus is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Timothy C.K. Chou	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Lisa Bacus is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director John G. Schwarz	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Lisa Bacus is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i>				

Teradata Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Amend Omnibus Stock Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>					
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.02 percent of the fees paid to the auditor are for non-audit purposes.</i>					

The Allstate Corporation

Meeting Date: 05/14/2024 Country: USA Ticker: ALL
 Record Date: 03/18/2024 Meeting Type: Annual
 Primary Security ID: 020002101

Shares Voted: 2,496

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Donald E. Brown	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gregg Sherrill, Donald Brown, Margaret Keane, Andrea Redmond, and Monica Turner is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1b	Elect Director Kermit R. Crawford	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gregg Sherrill, Donald Brown, Margaret Keane, Andrea Redmond, and Monica Turner is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1c	Elect Director Richard T. Hume	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gregg Sherrill, Donald Brown, Margaret Keane, Andrea Redmond, and Monica Turner is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1d	Elect Director Margaret M. Keane	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gregg Sherrill, Donald Brown, Margaret Keane, Andrea Redmond, and Monica Turner is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1e	Elect Director Siddharth N. (Bobby) Mehta	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gregg Sherrill, Donald Brown, Margaret Keane, Andrea Redmond, and Monica Turner is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1f	Elect Director Maria Morris	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gregg Sherrill, Donald Brown, Margaret Keane, Andrea Redmond, and Monica Turner is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1g	Elect Director Jacques P. Perold	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gregg Sherrill, Donald Brown, Margaret Keane, Andrea Redmond, and Monica Turner is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

The Allstate Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1h	Elect Director Andrea Redmond	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gregg Sherrill, Donald Brown, Margaret Keane, Andrea Redmond, and Monica Turner is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Gregg M. Sherrill	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gregg Sherrill, Donald Brown, Margaret Keane, Andrea Redmond, and Monica Turner is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Judith A. Sprieser	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gregg Sherrill, Donald Brown, Margaret Keane, Andrea Redmond, and Monica Turner is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Perry M. Traquina	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gregg Sherrill, Donald Brown, Margaret Keane, Andrea Redmond, and Monica Turner is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director Monica Turner	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gregg Sherrill, Donald Brown, Margaret Keane, Andrea Redmond, and Monica Turner is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1m	Elect Director Thomas J. Wilson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gregg Sherrill, Donald Brown, Margaret Keane, Andrea Redmond, and Monica Turner is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * A majority of equity awards to the CEO are not tied to performance-contingent pay elements; and * High CEO pay relative to company performance compared to the company's peers.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.12 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Require Independent Board Chair	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the importance of having an independent chairman of the board.</i>				

Ventas, Inc.

Meeting Date: 05/14/2024

Country: USA

Ticker: VTR

Record Date: 03/18/2024

Meeting Type: Annual

Primary Security ID: 92276F100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Melody C. Barnes	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Melody Barnes, Marguerite Nader and Sean Nolan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Theodore R. Bigman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Melody Barnes, Marguerite Nader and Sean Nolan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Debra A. Cafaro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Melody Barnes, Marguerite Nader and Sean Nolan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Michael J. Emblar	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Melody Barnes, Marguerite Nader and Sean Nolan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Matthew J. Lustig	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Melody Barnes, Marguerite Nader and Sean Nolan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Roxanne M. Martino	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Melody Barnes, Marguerite Nader and Sean Nolan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Marguerite M. Nader	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Melody Barnes, Marguerite Nader and Sean Nolan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Sean P. Nolan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Melody Barnes, Marguerite Nader and Sean Nolan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Walter C. Rakowich	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Melody Barnes, Marguerite Nader and Sean Nolan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Joe V. Rodriguez, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Melody Barnes, Marguerite Nader and Sean Nolan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Sumit Roy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Melody Barnes, Marguerite Nader and Sean Nolan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director Maurice S. Smith	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Melody Barnes, Marguerite Nader and Sean Nolan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Ventas, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, as pay is reasonably aligned for the year under review. Although concerns remain that the LTI TSR measures merely target median performance, the vast majority of the CEO's LTI awards are performance-conditioned tied to multi-year goals. Additionally, the committee returned to a formulaic STI plan in 2023 that is largely tied to full-year, pre-set objective measures.</i></p>					
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i></p>					

American International Group, Inc.

Meeting Date: 05/15/2024

Country: USA

Ticker: AIG

Record Date: 03/18/2024

Meeting Type: Annual

Primary Security ID: 026874784

Shares Voted: 3,791

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Paola Bergamaschi	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Rice, James Cole Jr. and Diana Murphy is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director James Cole, Jr.	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Rice, James Cole Jr. and Diana Murphy is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director James (Jimmy) Dunne, III	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Rice, James Cole Jr. and Diana Murphy is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1d	Elect Director John (Chris) Inglis	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Rice, James Cole Jr. and Diana Murphy is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1e	Elect Director Linda A. Mills	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Rice, James Cole Jr. and Diana Murphy is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1f	Elect Director Diana M. Murphy	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Rice, James Cole Jr. and Diana Murphy is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1g	Elect Director Peter R. Porrino	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Rice, James Cole Jr. and Diana Murphy is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1h	Elect Director John G. Rice	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Rice, James Cole Jr. and Diana Murphy is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

American International Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1i	Elect Director Vanessa A. Wittman	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Rice, James Cole Jr. and Diana Murphy is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1j	Elect Director Peter Zaffino	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Rice, James Cole Jr. and Diana Murphy is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: CEO pay and company performance were reasonably aligned for the year in review. A qualitative review of incentive programs indicates largely performance-based pay, although certain design and disclosure issues are noted. Nevertheless, significant concerns are raised by the committee's limited degree of responsiveness following last year's failed say-on-pay vote. The committee made a commitment to limit one-time awards to extraordinary circumstances. While this is meaningful, it does not directly address shareholders' noted concerns regarding one-time award "quantum and structure." A failed say-on-pay vote warrants the highest degree of responsiveness, and the committee's actions are considered to fall short of that standard. Accordingly, a vote AGAINST this proposal is warranted.</i></p>					
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.02 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
4	Require Independent Board Chair	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted given the importance of having an independent chairman of the board.</i></p>					
5	Adopt Director Election Resignation Bylaw	SH	Against	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted as there are no recurring issues or company-specific factors at AIG that suggest the proponent's more-stringent director resignation policy is necessary at this time.</i></p>					

Annaly Capital Management, Inc.

Meeting Date: 05/15/2024

Country: USA

Ticker: NLY

Record Date: 03/18/2024

Meeting Type: Annual

Primary Security ID: 035710839

Shares Voted: 2,262

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Francine J. Bovich	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Haylon, Francine Bovich, Kathy Hannan, Eric Reeves and Vicki Williams is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director David L. Finkelstein	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Haylon, Francine Bovich, Kathy Hannan, Eric Reeves and Vicki Williams is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

Annaly Capital Management, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1c	Elect Director Thomas Hamilton	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Haylon, Francine Bovich, Kathy Hannan, Eric Reeves and Vicki Williams is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Kathy Hopinkah Hannan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Haylon, Francine Bovich, Kathy Hannan, Eric Reeves and Vicki Williams is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Michael Haylon	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Haylon, Francine Bovich, Kathy Hannan, Eric Reeves and Vicki Williams is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Martin Laguerre	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Haylon, Francine Bovich, Kathy Hannan, Eric Reeves and Vicki Williams is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Manon Laroche	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Haylon, Francine Bovich, Kathy Hannan, Eric Reeves and Vicki Williams is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Eric A. Reeves	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Haylon, Francine Bovich, Kathy Hannan, Eric Reeves and Vicki Williams is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director John H. Schaefer	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Haylon, Francine Bovich, Kathy Hannan, Eric Reeves and Vicki Williams is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Glenn A. Votek	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Haylon, Francine Bovich, Kathy Hannan, Eric Reeves and Vicki Williams is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Scott Wede	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Haylon, Francine Bovich, Kathy Hannan, Eric Reeves and Vicki Williams is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director Vicki Williams	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Haylon, Francine Bovich, Kathy Hannan, Eric Reeves and Vicki Williams is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Annaly Capital Management, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against

Voting Policy Rationale: A vote AGAINST this proposal is warranted due to an unmitigated pay-for-performance misalignment. Half of LTI awards vest based on clearly-disclosed multi-year goals and the relative metric targets outperformance. However, there are significant concerns surrounding the corporate scorecard used to determine incentive awards. The structure is overly complex, and the minimum hurdle required to receive a payout does not appear meaningful. Concerns are heightened in the context of a relatively large cash incentive opportunity for the CEO and a target LTI opportunity which increased amid sustained TSR underperformance. In addition, concerns are raised with respect to high CEO pay relative to company performance compared to the company's peers and high CEO pay in relation to company peer group CEO median pay levels. While certain FY24 pay program commitments disclosed in a supplemental filing aimed at addressing pay program complexity and rigor appear positive, the commitments do not sufficiently mitigate concerns identified for the year in review.

3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
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Voting Policy Rationale: A vote FOR this item is warranted because only 23.17 percent of the fees paid to the auditor are for non-audit purposes.

Barratt Developments Plc

Meeting Date: 05/15/2024	Country: United Kingdom	Ticker: BDEV
Record Date: 05/13/2024	Meeting Type: Special	
Primary Security ID: G08288105		

Shares Voted: 24,189

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Matters Relating to the Recommended All-Share Offer for the Combination of Barratt Developments plc and Redrow plc	Mgmt	For	For	For

Voting Policy Rationale: A vote FOR the all-share merger is considered warranted because the transaction is supported by a compelling strategic rationale.

BlackRock, Inc.

Meeting Date: 05/15/2024	Country: USA	Ticker: BLK
Record Date: 03/21/2024	Meeting Type: Annual	
Primary Security ID: 09247X101		

Shares Voted: 1,485

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Pamela Daley	Mgmt	For	For	For

Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Murry Gerber, William (Bill) Ford, Fabrizio Freda, Cheryl Mills, Gordon Nixon, and Kristin Peck is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1b	Elect Director Laurence D. Fink	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Murry Gerber, William (Bill) Ford, Fabrizio Freda, Cheryl Mills, Gordon Nixon, and Kristin Peck is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director William E. Ford	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Murry Gerber, William (Bill) Ford, Fabrizio Freda, Cheryl Mills, Gordon Nixon, and Kristin Peck is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Fabrizio Freda	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Murry Gerber, William (Bill) Ford, Fabrizio Freda, Cheryl Mills, Gordon Nixon, and Kristin Peck is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Murry S. Gerber	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Murry Gerber, William (Bill) Ford, Fabrizio Freda, Cheryl Mills, Gordon Nixon, and Kristin Peck is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Margaret "Peggy" L. Johnson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Murry Gerber, William (Bill) Ford, Fabrizio Freda, Cheryl Mills, Gordon Nixon, and Kristin Peck is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Robert S. Kapito	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Murry Gerber, William (Bill) Ford, Fabrizio Freda, Cheryl Mills, Gordon Nixon, and Kristin Peck is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Cheryl D. Mills	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Murry Gerber, William (Bill) Ford, Fabrizio Freda, Cheryl Mills, Gordon Nixon, and Kristin Peck is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Amin H. Nasser	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Murry Gerber, William (Bill) Ford, Fabrizio Freda, Cheryl Mills, Gordon Nixon, and Kristin Peck is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Gordon M. Nixon	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Murry Gerber, William (Bill) Ford, Fabrizio Freda, Cheryl Mills, Gordon Nixon, and Kristin Peck is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Kristin C. Peck	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Murry Gerber, William (Bill) Ford, Fabrizio Freda, Cheryl Mills, Gordon Nixon, and Kristin Peck is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director Charles H. Robbins	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Murry Gerber, William (Bill) Ford, Fabrizio Freda, Cheryl Mills, Gordon Nixon, and Kristin Peck is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1m	Elect Director Marco Antonio Slim Domit	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Murry Gerber, William (Bill) Ford, Fabrizio Freda, Cheryl Mills, Gordon Nixon, and Kristin Peck is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1n	Elect Director Hans E. Vestberg	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Murry Gerber, William (Bill) Ford, Fabrizio Freda, Cheryl Mills, Gordon Nixon, and Kristin Peck is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1o	Elect Director Susan L. Wagner	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Murry Gerber, William (Bill) Ford, Fabrizio Freda, Cheryl Mills, Gordon Nixon, and Kristin Peck is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1p	Elect Director Mark Wilson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Murry Gerber, William (Bill) Ford, Fabrizio Freda, Cheryl Mills, Gordon Nixon, and Kristin Peck is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: While the majority of equity awards are based on clearly-disclosed multi-year goals that appear reasonably rigorous, there are significant concerns regarding the process used to determine annual cash incentive awards. Although annual cash incentive determinations are guided by performance assessments and consistent financial metrics were evaluated, payouts are ultimately discretionarily determined. The proxy lacks several key disclosures, including quantified target goals and individual metric weightings, which are important in assessing pay-for-performance linkage, particularly when discretionary determinations have contributed to a pay-for-performance misalignment. In light of these concerns, the quantitative pay-for-performance misalignment is not mitigated and a vote AGAINST this proposal is warranted.</i>				
3	Amend Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 8.87 percent of the fees paid to the auditor are for non-audit purposes.</i>				
5	Report on Risks of Omitting Viewpoint and Ideological Diversity from EEO Policy	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted as the company's current policies, commitments, and disclosures provide sufficient information for shareholders to determine how the company mitigates any risks associated to its EEO Policy.</i>				
6	Require Independent Board Chair	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the importance of having an independent chairman of the board.</i>				
7	Report on Proxy Voting Record and Policies for Climate Change-Related Proposals	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. The requested report would benefit shareholders by allowing them to assess the company's policies and proxy voting practices on climate change-related issues, as well as providing a better understanding of the company's policy positions on such topics. Additional information regarding the potential risks of misalignment between the company's proxy voting policies and practices as well as the company's strategies for addressing those issues would further complement the company's commitments.</i>				

Meeting Date: 05/15/2024

Country: Switzerland

Ticker: BG

Record Date: 04/25/2024

Meeting Type: Annual

Primary Security ID: H11356104

Shares Voted: 636

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

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5f	Elect Director Michael Kobori	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sheila Bair, Carol Browner, Monica McGurk, and Henry (Jay) Winship IV is warranted for lack of diversity on the board. A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Carol Browner, is further warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted at this time.</i></p>				
5g	Elect Director Monica McGurk	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sheila Bair, Carol Browner, Monica McGurk, and Henry (Jay) Winship IV is warranted for lack of diversity on the board. A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Carol Browner, is further warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted at this time.</i></p>				
5h	Elect Director Kenneth Simril	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sheila Bair, Carol Browner, Monica McGurk, and Henry (Jay) Winship IV is warranted for lack of diversity on the board. A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Carol Browner, is further warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted at this time.</i></p>				
5i	Elect Director Henry "Jay" Winship	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sheila Bair, Carol Browner, Monica McGurk, and Henry (Jay) Winship IV is warranted for lack of diversity on the board. A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Carol Browner, is further warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted at this time.</i></p>				
5j	Elect Director Mark Zenuk	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sheila Bair, Carol Browner, Monica McGurk, and Henry (Jay) Winship IV is warranted for lack of diversity on the board. A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Carol Browner, is further warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted at this time.</i></p>				
5k	Elect Director Adrian Isman	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sheila Bair, Carol Browner, Monica McGurk, and Henry (Jay) Winship IV is warranted for lack of diversity on the board. A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Carol Browner, is further warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted at this time.</i></p>				
5l	Elect Director Anne Jensen	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sheila Bair, Carol Browner, Monica McGurk, and Henry (Jay) Winship IV is warranted for lack of diversity on the board. A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Carol Browner, is further warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted at this time.</i></p>				
5m	Elect Director Christopher Mahoney	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sheila Bair, Carol Browner, Monica McGurk, and Henry (Jay) Winship IV is warranted for lack of diversity on the board. A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Carol Browner, is further warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted at this time.</i></p>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5n	Elect Director Markus Walt	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sheila Bair, Carol Browner, Monica McGurk, and Henry (Jay) Winship IV is warranted for lack of diversity on the board. A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Carol Browner, is further warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted at this time.</i>				
6a	Reelect Mark Zenuk as Board Chairman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the election of Mark Zenuk as board chair is warranted given that the roles of chair and CEO are separated and there are no governance concerns at this time.</i>				
7a	Reelect Bernardo Hees as Member of the Human Resources and Compensation Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the election of Bernardo Hees and Kenneth Simril to the Human Resources and Compensation Committee are warranted. Votes AGAINST the election of Henry "Jay" Winship to the committee are warranted as his election to the board is not supported.</i>				
7b	Reelect Kenneth Simril as Member of the Human Resources and Compensation Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the election of Bernardo Hees and Kenneth Simril to the Human Resources and Compensation Committee are warranted. Votes AGAINST the election of Henry "Jay" Winship to the committee are warranted as his election to the board is not supported.</i>				
7c	Reelect Henry "Jay" Winship as Member of the Human Resources and Compensation Committee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Votes FOR the election of Bernardo Hees and Kenneth Simril to the Human Resources and Compensation Committee are warranted. Votes AGAINST the election of Henry "Jay" Winship to the committee are warranted as his election to the board is not supported.</i>				
8	Approve Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
9	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and company performance are reasonably aligned at this time. A majority of annual and long-term incentives are based on objective financial measures.</i>				
10a	Approve Remuneration of Directors in the Amount of USD 5.1 million	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because the requested amount is broadly in line with market practice.</i>				
10b	Approve Remuneration of Executive Committee in the Amount of USD 37.5 million for Fiscal Year 2025	Mgmt	For	For	For
	<i>Voting Policy Rationale: As the company is classified as a US domestic issuer, and given that the focus of this proposal is on top executive pay, the recommendation for this proposal is aligned to the US say-on-pay analysis. Accordingly, a vote FOR this proposal is warranted.</i>				

Bunge Global SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10c	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: As the company is reporting as a U.S. domestic issuer and given that the focus of this proposal is on top executive pay, the recommendation for this proposal is aligned with the U.S. say-on pay analysis. Accordingly, a vote FOR is warranted.</i>				
11	Approve Non-Financial Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the approval of the company's non-financial report is warranted. Nevertheless, support is qualified considering the lack of external assurance that would confirm the validity of the information.</i>				
12	Designate Wuersch & Gering LLP as Independent Proxy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concerns.</i>				
13	Appoint Deloitte & Touche LLP as Auditor and Reelect Deloitte SA as Swiss Statutory Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.06 percent of the fees paid to the auditor are for non-audit purposes.</i>				
A	Other Business	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted, as proposals which are detrimental to shareholder value may arise without shareholders having the opportunity to make a fully informed vote on the issue.</i>				

Element Fleet Management Corp.

Meeting Date: 05/15/2024

Country: Canada

Ticker: EFN

Record Date: 03/28/2024

Meeting Type: Annual

Primary Security ID: 286181201

Shares Voted: 44,681

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Meeting for Holders of Common, Delisted - Preferred, Cum 5-YR Rate R PFD Shs Ser C, and Cum 5-YR Rate R PFD Shs Ser E	Mgmt			
1.1	Elect Director Kathleen (Katie) Taylor	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1.2	Elect Director Virginia Addicott	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1.3	Elect Director Laura Dottori-Attanasio	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				
1.4	Elect Director G. Keith Graham	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>				

Element Fleet Management Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.5	Elect Director Joan Lamm-Tennant	Mgmt	For	For	For
<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>					
1.6	Elect Director Rubin J. McDougal	Mgmt	For	For	For
<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>					
1.7	Elect Director Andrew Clarke	Mgmt	For	For	For
<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>					
1.8	Elect Director Andrea Rosen	Mgmt	For	For	For
<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>					
1.9	Elect Director Arielle Meloul-Wechsler	Mgmt	For	For	For
<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>					
1.10	Elect Director Luis Manuel Tellez Kuenzler	Mgmt	For	For	For
<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>					
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
<i>Voting Policy Rationale: Vote FOR this item because only 23.37 percent of the total audit fees paid to the auditor are attributable to non-audit fees.</i>					
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For	For
<i>Voting Policy Rationale: Vote FOR this non-binding advisory vote as there are no significant issues at this time.</i>					

Elevance Health, Inc.

Meeting Date: 05/15/2024 **Country:** USA **Ticker:** ELV
Record Date: 03/18/2024 **Meeting Type:** Annual
Primary Security ID: 036752103

Shares Voted: 2,173

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Lewis Hay, III	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
1.2	Elect Director Antonio F. Neri	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
1.3	Elect Director Ramiro G. Peru	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					

Elevance Health, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as CEO pay and performance are reasonably aligned for the year in review. Although a concern is noted about the lack of disclosure of forward-looking PSU targets under the LTIP, the majority of the CEO's pay remains based on objective financial performance metrics.</i></p>					
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.42 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
4	Adopt a Policy Requiring Third Party Groups to Report Their Political Expenditures	SH	Against	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted, as it should be the ultimate decision of the Board to oversee and manage any potential risks related to the company's third-party memberships.</i></p>					

Enphase Energy, Inc.

Meeting Date: 05/15/2024 **Country:** USA **Ticker:** ENPH
Record Date: 03/19/2024 **Meeting Type:** Annual
Primary Security ID: 29355A107

Shares Voted: 8,357

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Badrinarayanan Kothandaraman	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Badrinarayanan (Badri) Kothandaraman and Joseph Malchow for lack of diversity on the board.</i></p>					
1.2	Elect Director Joseph Malchow	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Badrinarayanan (Badri) Kothandaraman and Joseph Malchow for lack of diversity on the board.</i></p>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * High CEO pay relative to company performance compared to the company's peers; * High CEO pay in relation to company peer group CEO median pay levels.</i></p>					
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
<p><i>Voting Policy Rationale: A vote for the adoption of an ANNUAL say-on-pay frequency is warranted. Annual say-on-pay votes are considered a best practice as they give shareholders a regular opportunity to opine on executive pay.</i></p>					
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 13.58 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					

Meeting Date: 05/15/2024

Country: Netherlands

Ticker: ENX

Record Date: 04/17/2024

Meeting Type: Annual

Primary Security ID: N3113K397

Shares Voted: 641

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Annual Meeting Agenda	Mgmt			
	Open Meeting	Mgmt			
<i>Voting Policy Rationale: No vote is required for this item.</i>					
2	Presentation by CEO	Mgmt			
<i>Voting Policy Rationale: No vote is required for this item.</i>					
3.a	Discussion on Company's Corporate Governance Structure	Mgmt			
<i>Voting Policy Rationale: This is a non-voting item.</i>					
3.b	Receive Explanation on Company's Reserves and Dividend Policy	Mgmt			
<i>Voting Policy Rationale: This is a non-voting item.</i>					
3.c	Approve Remuneration Report	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted because: * The board will grant an additional share award to the CEO in connection with the integration of Borsa Italiana. One-off discretionary awards are generally viewed negatively; * The board already awarded a one-off acquisition bonus in connection with the acquisition of Borsa Italiana in 2021, which further questions the need for yet another additional one-off bonus. * The basis the board uses to deviate from the policy raises concerns as the company has not demonstrated that the pay package without this additional award is unacceptable or unfair, or how this award is in the long-term sustainable interest of the company and to assure its viability as per legal requirements.</i>					
3.d	Adopt Financial Statements and Statutory Reports	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because of the absence of concern with the company's audit procedures or its auditors.</i>					
3.e	Approve Dividends	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this dividend proposal is warranted because the proposed payout ratio is adequate without being excessive.</i>					
3.f	Approve Discharge of Management Board	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because of the absence of any information about significant and compelling controversies that the management board and/or supervisory board are not fulfilling their fiduciary duties.</i>					
3.g	Approve Discharge of Supervisory Board	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because of the absence of any information about significant and compelling controversies that the management board and/or supervisory board are not fulfilling their fiduciary duties.</i>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.a	Reelect Dick Sluimers to Supervisory Board	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR these elections is warranted because: The nominees are elected for a period not exceeding four years; The candidates appear to possess the necessary qualifications for board membership; and There is no known controversy concerning the candidates Support is qualified for the reelection of Dick Sluimers however. He is an incumbent director and the vice-chairman of the board and significant concerns are raised with respect to a number of remuneration related decisions and process. The board approved again a one-off bonus, this time to reward for the integration of Borsa Italiana. Concerns are raised as this bonus aims to address 'retention risks' whereas the CEO was appointed less than one year ago with a renegotiated and upgraded pay package already. That yet another one-off bonus is needed raises concerns. Moreover, the fact that the company uses the derogation policy to be able to deviate from the policy and approve a share award which normally requires separate shareholder approval under Dutch Law is considered to be in deviation of the actual purpose of the derogation possibility, particularly because the company has not demonstrated that the one-off additional bonus is needed to assure the long-term viability of the company. In consideration of the misuse of derogation and additional one-offs needed for retention one year after a package upgrade raises concern and hence support for Dick Sluimers' reappointment is qualified.</i></p>				
4.b	Elect Fedra Ribeiro to Supervisory Board	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR these elections is warranted because: The nominees are elected for a period not exceeding four years; The candidates appear to possess the necessary qualifications for board membership; and There is no known controversy concerning the candidates Support is qualified for the reelection of Dick Sluimers however. He is an incumbent director and the vice-chairman of the board and significant concerns are raised with respect to a number of remuneration related decisions and process. The board approved again a one-off bonus, this time to reward for the integration of Borsa Italiana. Concerns are raised as this bonus aims to address 'retention risks' whereas the CEO was appointed less than one year ago with a renegotiated and upgraded pay package already. That yet another one-off bonus is needed raises concerns. Moreover, the fact that the company uses the derogation policy to be able to deviate from the policy and approve a share award which normally requires separate shareholder approval under Dutch Law is considered to be in deviation of the actual purpose of the derogation possibility, particularly because the company has not demonstrated that the one-off additional bonus is needed to assure the long-term viability of the company. In consideration of the misuse of derogation and additional one-offs needed for retention one year after a package upgrade raises concern and hence support for Dick Sluimers' reappointment is qualified.</i></p>				
4.c	Elect Muriel De Lathouwer to Supervisory Board	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR these elections is warranted because: The nominees are elected for a period not exceeding four years; The candidates appear to possess the necessary qualifications for board membership; and There is no known controversy concerning the candidates Support is qualified for the reelection of Dick Sluimers however. He is an incumbent director and the vice-chairman of the board and significant concerns are raised with respect to a number of remuneration related decisions and process. The board approved again a one-off bonus, this time to reward for the integration of Borsa Italiana. Concerns are raised as this bonus aims to address 'retention risks' whereas the CEO was appointed less than one year ago with a renegotiated and upgraded pay package already. That yet another one-off bonus is needed raises concerns. Moreover, the fact that the company uses the derogation policy to be able to deviate from the policy and approve a share award which normally requires separate shareholder approval under Dutch Law is considered to be in deviation of the actual purpose of the derogation possibility, particularly because the company has not demonstrated that the one-off additional bonus is needed to assure the long-term viability of the company. In consideration of the misuse of derogation and additional one-offs needed for retention one year after a package upgrade raises concern and hence support for Dick Sluimers' reappointment is qualified.</i></p>				
4.d	Elect Koen Van Loo to Supervisory Board	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR these elections is warranted because: The nominees are elected for a period not exceeding four years; The candidates appear to possess the necessary qualifications for board membership; and There is no known controversy concerning the candidates Support is qualified for the reelection of Dick Sluimers however. He is an incumbent director and the vice-chairman of the board and significant concerns are raised with respect to a number of remuneration related decisions and process. The board approved again a one-off bonus, this time to reward for the integration of Borsa Italiana. Concerns are raised as this bonus aims to address 'retention risks' whereas the CEO was appointed less than one year ago with a renegotiated and upgraded pay package already. That yet another one-off bonus is needed raises concerns. Moreover, the fact that the company uses the derogation policy to be able to deviate from the policy and approve a share award which normally requires separate shareholder approval under Dutch Law is considered to be in deviation of the actual purpose of the derogation possibility, particularly because the company has not demonstrated that the one-off additional bonus is needed to assure the long-term viability of the company. In consideration of the misuse of derogation and additional one-offs needed for retention one year after a package upgrade raises concern and hence support for Dick Sluimers' reappointment is qualified.</i></p>				

Euronext NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5.a	Reelect Oivind Amundsen to Management Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this election is warranted because: The nominee is elected for a term not exceeding four years; The candidate appears to possess the necessary qualifications for board membership; and There is no known controversy concerning the candidate.</i>				
5.b	Reelect Simone Huis in 't Veld to Management Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this election is warranted because: The nominee is elected for a term not exceeding four years; The candidate appears to possess the necessary qualifications for board membership; and There is no known controversy concerning the candidate.</i>				
5.c	Elect Simon Gallagher to Management Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this election is warranted because: The nominee is elected for a term not exceeding four years; The candidate appears to possess the necessary qualifications for board membership; and There is no known controversy concerning the candidate.</i>				
6	Ratify KPMG Accountants N.V. as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
7	Approve Cancellation of Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the cancellation of shares is in shareholders' interests.</i>				
8.a	Grant Board Authority to Issue Shares Up to 10 Percent of Issued Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because it is in line with commonly used safeguards regarding volume and duration.</i>				
8.b	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because it is in line with commonly used safeguards regarding volume and duration.</i>				
9	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because: * This proposal is in line with commonly used safeguards regarding volume and pricing; * The authorization would allow Euronext to repurchase up to 10.00 percent of the issued share capital; and * The authorization would allow the company to repurchase shares for less or up to 110 percent of the share price prior to the repurchase.</i>				
10	Other Business (Non-Voting)	Mgmt			
	<i>Voting Policy Rationale: No vote is required for this item.</i>				
11	Close Meeting	Mgmt			
	<i>Voting Policy Rationale: No vote is required for this item.</i>				

Everest Group, Ltd.

Meeting Date: 05/15/2024

Country: Bermuda

Ticker: EG

Record Date: 03/18/2024

Meeting Type: Annual

Primary Security ID: G3223R108

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director John J. Amore	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Roger Singer, John Amore, William Galtney Jr., John Graf, Meryl Hartzband, Geraldine (Gerri) Losquadro, and Hazel McNeilage is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Juan C. Andrade	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Roger Singer, John Amore, William Galtney Jr., John Graf, Meryl Hartzband, Geraldine (Gerri) Losquadro, and Hazel McNeilage is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director William F. Galtney, Jr.	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Roger Singer, John Amore, William Galtney Jr., John Graf, Meryl Hartzband, Geraldine (Gerri) Losquadro, and Hazel McNeilage is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director John A. Graf	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Roger Singer, John Amore, William Galtney Jr., John Graf, Meryl Hartzband, Geraldine (Gerri) Losquadro, and Hazel McNeilage is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Meryl Hartzband	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Roger Singer, John Amore, William Galtney Jr., John Graf, Meryl Hartzband, Geraldine (Gerri) Losquadro, and Hazel McNeilage is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Gerri Losquadro	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Roger Singer, John Amore, William Galtney Jr., John Graf, Meryl Hartzband, Geraldine (Gerri) Losquadro, and Hazel McNeilage is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Hazel McNeilage	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Roger Singer, John Amore, William Galtney Jr., John Graf, Meryl Hartzband, Geraldine (Gerri) Losquadro, and Hazel McNeilage is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Roger M. Singer	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Roger Singer, John Amore, William Galtney Jr., John Graf, Meryl Hartzband, Geraldine (Gerri) Losquadro, and Hazel McNeilage is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director Joseph V. Taranto	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Roger Singer, John Amore, William Galtney Jr., John Graf, Meryl Hartzband, Geraldine (Gerri) Losquadro, and Hazel McNeilage is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Approve KPMG as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.</i>				

Everest Group, Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review. Annual incentives were primarily determined by a pre-set financial metric with a performance target that appears rigorous, and half of the long-term incentive is performance conditioned. However, notable concerns persist regarding the structure of both the annual and long-term incentive programs.</i></p>					

Fiserv, Inc.

Meeting Date: 05/15/2024 **Country:** USA **Ticker:** FI
Record Date: 03/18/2024 **Meeting Type:** Annual
Primary Security ID: 337738108

Shares Voted: 5,758

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Frank J. Bisignano	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Doyle Simons, Wafaa Mamilli and Heidi Miller for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1.2	Elect Director Henrique de Castro	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Doyle Simons, Wafaa Mamilli and Heidi Miller for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1.3	Elect Director Harry F. DiSimone	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Doyle Simons, Wafaa Mamilli and Heidi Miller for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1.4	Elect Director Lance M. Fritz	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Doyle Simons, Wafaa Mamilli and Heidi Miller for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1.5	Elect Director Ajei S. Gopal	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Doyle Simons, Wafaa Mamilli and Heidi Miller for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1.6	Elect Director Wafaa Mamilli	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Doyle Simons, Wafaa Mamilli and Heidi Miller for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1.7	Elect Director Heidi G. Miller	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Doyle Simons, Wafaa Mamilli and Heidi Miller for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1.8	Elect Director Doyle R. Simons	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Doyle Simons, Wafaa Mamilli and Heidi Miller for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1.9	Elect Director Kevin M. Warren	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Doyle Simons, Wafaa Mamilli and Heidi Miller for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					

Fiserv, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.10	Elect Director Charlotte B. Yarkoni	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Doyle Simons, Wafaa Mamilli and Heidi Miller for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the proposal is warranted. Although a concern is noted, annual incentives are entirely based on pre-set financial goals, and the CEO's equity awards are primarily performance-based and measured over a multi-year period.</i>					
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 6.79 percent of the fees paid to the auditor are for non-audit purposes.</i>					

Hilton Worldwide Holdings Inc.

Meeting Date: 05/15/2024 **Country:** USA **Ticker:** HLT
Record Date: 03/22/2024 **Meeting Type:** Annual
Primary Security ID: 43300A203

Shares Voted: 853

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Christopher J. Nassetta	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>					
1b	Elect Director Jonathan D. Gray	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>					
1c	Elect Director Charlene T. Begley	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>					
1d	Elect Director Chris Carr	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>					
1e	Elect Director Melanie L. Healey	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>					
1f	Elect Director Raymond E. Mabus, Jr.	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>					
1g	Elect Director Judith A. McHale	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>					
1h	Elect Director Elizabeth A. Smith	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>					

Hilton Worldwide Holdings Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1i	Elect Director Douglas M. Steenland	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>					
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.60 percent of the fees paid to the auditor are for non-audit purposes.</i>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * The majority of equity awards to the CEO are not tied to performance-contingent pay elements; * There are excessive differentials between CEO pay and the pay of other named executive officers at the firm; and * There is high CEO pay in relation to company peer group CEO median pay levels.</i>					

Ingredion Incorporated

Meeting Date: 05/15/2024

Country: USA

Ticker: INGR

Record Date: 03/18/2024

Meeting Type: Annual

Primary Security ID: 457187102

Shares Voted: 325

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director David B. Fischer	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST nominating committee members Gregory Kenny, Stephan Tanda, Jorge Alberto Uribe Lopez and Patricia (Pat) Verduin is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1b	Elect Director Rhonda L. Jordan	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST nominating committee members Gregory Kenny, Stephan Tanda, Jorge Alberto Uribe Lopez and Patricia (Pat) Verduin is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1c	Elect Director Gregory B. Kenny	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST nominating committee members Gregory Kenny, Stephan Tanda, Jorge Alberto Uribe Lopez and Patricia (Pat) Verduin is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1d	Elect Director Charles V. Magro	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST nominating committee members Gregory Kenny, Stephan Tanda, Jorge Alberto Uribe Lopez and Patricia (Pat) Verduin is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1e	Elect Director Victoria J. Reich	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST nominating committee members Gregory Kenny, Stephan Tanda, Jorge Alberto Uribe Lopez and Patricia (Pat) Verduin is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

Ingredion Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1f	Elect Director Catherine A. Suever	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Gregory Kenny, Stephan Tanda, Jorge Alberto Uribe Lopez and Patricia (Pat) Verduin is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Stephan B. Tanda	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Gregory Kenny, Stephan Tanda, Jorge Alberto Uribe Lopez and Patricia (Pat) Verduin is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Jorge A. Uribe	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Gregory Kenny, Stephan Tanda, Jorge Alberto Uribe Lopez and Patricia (Pat) Verduin is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Patricia Verduin	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Gregory Kenny, Stephan Tanda, Jorge Alberto Uribe Lopez and Patricia (Pat) Verduin is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Dwayne A. Wilson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Gregory Kenny, Stephan Tanda, Jorge Alberto Uribe Lopez and Patricia (Pat) Verduin is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director James P. Zallie	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Gregory Kenny, Stephan Tanda, Jorge Alberto Uribe Lopez and Patricia (Pat) Verduin is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * The majority of equity awards to the CEO are not tied to performance-contingent pay elements; and * There are excessive differentials between CEO pay and the pay of other named executive officers at the firm.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the ratification of the company's auditor is warranted given that non-audit fees represent 26.21 percent of the total fees received by the auditor during the fiscal year, raising substantial doubts over the independence of the auditor.</i>				
4	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i>				

Invitation Homes, Inc.

Meeting Date: 05/15/2024

Country: USA

Ticker: INVH

Record Date: 03/20/2024

Meeting Type: Annual

Primary Security ID: 46187W107

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Michael D. Fascitelli	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Frances Aldrich Sevilla-Sacasa, Jana Barbe, Richard Bronson and Jeffrey Kelter for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Dallas B. Tanner	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Frances Aldrich Sevilla-Sacasa, Jana Barbe, Richard Bronson and Jeffrey Kelter for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Jana Cohen Barbe	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Frances Aldrich Sevilla-Sacasa, Jana Barbe, Richard Bronson and Jeffrey Kelter for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Richard D. Bronson	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Frances Aldrich Sevilla-Sacasa, Jana Barbe, Richard Bronson and Jeffrey Kelter for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Jeffrey E. Kelter	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Frances Aldrich Sevilla-Sacasa, Jana Barbe, Richard Bronson and Jeffrey Kelter for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Joseph D. Margolis	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Frances Aldrich Sevilla-Sacasa, Jana Barbe, Richard Bronson and Jeffrey Kelter for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director John B. Rhea	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Frances Aldrich Sevilla-Sacasa, Jana Barbe, Richard Bronson and Jeffrey Kelter for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Janice L. Sears	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Frances Aldrich Sevilla-Sacasa, Jana Barbe, Richard Bronson and Jeffrey Kelter for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director Frances Aldrich Sevilla-Sacasa	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Frances Aldrich Sevilla-Sacasa, Jana Barbe, Richard Bronson and Jeffrey Kelter for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.10	Elect Director Keith D. Taylor	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Frances Aldrich Sevilla-Sacasa, Jana Barbe, Richard Bronson and Jeffrey Kelter for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Invitation Homes, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 7.11 percent of the fees paid to the auditor are for non-audit purposes.</i>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted. The compensation committee demonstrated sufficient responsiveness to last year's low say-on-pay vote result. In addition, though some concern is noted regarding the lowering of an annual incentive metric without a corresponding reduction in payout opportunity, pay and performance are reasonably aligned, and incentive programs are largely performance-based.</i>					

Kadant Inc.

Meeting Date: 05/15/2024 **Country:** USA **Ticker:** KAI
Record Date: 03/18/2024 **Meeting Type:** Annual
Primary Security ID: 48282T104

Shares Voted: 206

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Erin L. Russell	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Rebecca O'Mara and Erin Russell is warranted for lack of diversity on the board.</i>					
1.2	Elect Director Rebecca Martinez O'Mara	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Rebecca O'Mara and Erin Russell is warranted for lack of diversity on the board.</i>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; * The company maintains an auto-accelerated equity vesting change-in-control provision; * The company provides for excise tax-gross ups in existing agreements.</i>					
3	Amend Omnibus Stock Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>					
4	Approve the Issuance of Restricted Stock Units to Non-Employee Directors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted. The proposed equity awards for non-employee directors appear reasonable in terms of magnitude and structure. The proposed awards are also reasonable in the context of the company's overall non-employee director compensation program.</i>					
5	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>					

Minerals Technologies Inc.

Meeting Date: 05/15/2024

Country: USA

Ticker: MTX

Record Date: 03/19/2024

Meeting Type: Annual

Primary Security ID: 603158106

Shares Voted: 699

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director John J. Carmola	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Marc Robinson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Robert L. Clark, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Marc Robinson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Marc E. Robinson	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Marc Robinson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.13 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * A majority of equity awards to the CEO are not tied to performance-contingent pay elements; * High CEO pay relative to company performance compared to the company's peers; and * High CEO pay in relation to company peer group CEO median pay levels.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				

Molson Coors Beverage Company

Meeting Date: 05/15/2024

Country: USA

Ticker: TAP

Record Date: 03/22/2024

Meeting Type: Annual

Primary Security ID: 60871R209

Shares Voted: 937

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Roger G. Eaton	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member H. Sanford (Sandy) Riley for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
1.2	Elect Director Charles M. Herington	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member H. Sanford (Sandy) Riley for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				

Molson Coors Beverage Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Director H. Sanford Riley	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member H. Sanford (Sandy) Riley for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i></p>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as CEO pay and company performance are reasonably aligned. Both incentive programs are based largely on objective measures, with long-term incentives targeted to be half performance based and measured over a multi-year period.</i></p>					

Old Dominion Freight Line, Inc.

Meeting Date: 05/15/2024 **Country:** USA **Ticker:** ODFL
Record Date: 03/07/2024 **Meeting Type:** Annual
Primary Security ID: 679580100

Shares Voted: 545

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Sherry A. Aaholm	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Leo Suggs, Bradley Gabosch, John Kasarda and Thomas Stith III for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.2	Elect Director David S. Congdon	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Leo Suggs, Bradley Gabosch, John Kasarda and Thomas Stith III for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.3	Elect Director John R. Congdon, Jr.	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Leo Suggs, Bradley Gabosch, John Kasarda and Thomas Stith III for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.4	Elect Director Andrew S. Davis	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Leo Suggs, Bradley Gabosch, John Kasarda and Thomas Stith III for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.5	Elect Director Kevin M. Freeman	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Leo Suggs, Bradley Gabosch, John Kasarda and Thomas Stith III for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.6	Elect Director Bradley R. Gabosch	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Leo Suggs, Bradley Gabosch, John Kasarda and Thomas Stith III for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

Old Dominion Freight Line, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.7	Elect Director Greg C. Gantt	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Leo Suggs, Bradley Gabosch, John Kasarda and Thomas Stith III for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director John D. Kasarda	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Leo Suggs, Bradley Gabosch, John Kasarda and Thomas Stith III for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director Cheryl S. Miller	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Leo Suggs, Bradley Gabosch, John Kasarda and Thomas Stith III for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.10	Elect Director Wendy T. Stallings	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Leo Suggs, Bradley Gabosch, John Kasarda and Thomas Stith III for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.11	Elect Director Thomas A. Stith, III	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Leo Suggs, Bradley Gabosch, John Kasarda and Thomas Stith III for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.12	Elect Director Leo H. Suggs	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Leo Suggs, Bradley Gabosch, John Kasarda and Thomas Stith III for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance were reasonably aligned for the year in review. Annual incentives and equity awards are entirely performance-based.</i>				
3	Increase Authorized Common Stock	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that the size of the proposed increase in the number of authorized shares of common stock is reasonable.</i>				
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
5	Adopt GHG Emissions Reduction Targets Aligned with the Paris Agreement Goal	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. While the company's sustainability efforts are noted, it is somewhat difficult to assess the company's strategy in reducing GHG emissions given the lack of quantifiable targets or a disclosed climate transition plan. Adopting both could better position the company to address regulatory requirements and changes in consumer sentiment. In addition, the requested proposal would provide shareholders greater transparency around the company's efforts and strategies to address climate-related risks.</i>				

Meeting Date: 05/15/2024

Country: USA

Ticker: RS

Record Date: 03/28/2024

Meeting Type: Annual

Primary Security ID: 759509102

Shares Voted: 3,757

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Lisa L. Baldwin	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lisa Baldwin, Robert McEvoy, David Seeger, and Douglas Stotlar is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Karen W. Colonias	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lisa Baldwin, Robert McEvoy, David Seeger, and Douglas Stotlar is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Frank J. Dellaquila	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lisa Baldwin, Robert McEvoy, David Seeger, and Douglas Stotlar is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Mark V. Kaminski	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lisa Baldwin, Robert McEvoy, David Seeger, and Douglas Stotlar is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Karla R. Lewis	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lisa Baldwin, Robert McEvoy, David Seeger, and Douglas Stotlar is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Robert A. McEvoy	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lisa Baldwin, Robert McEvoy, David Seeger, and Douglas Stotlar is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director David W. Seeger	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lisa Baldwin, Robert McEvoy, David Seeger, and Douglas Stotlar is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Douglas W. Stotlar	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lisa Baldwin, Robert McEvoy, David Seeger, and Douglas Stotlar is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.36 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Reliance, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Amend Omnibus Stock Plan	Mgmt	For	For	For

Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.

SAP SE

Meeting Date: 05/15/2024 Country: Germany Ticker: SAP
 Record Date: 04/23/2024 Meeting Type: Annual
 Primary Security ID: D66992104

Shares Voted: 14,581

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt			
<i>Voting Policy Rationale: This is a non-voting item.</i>					
2	Approve Allocation of Income and Dividends of EUR 2.20 per Share	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i>					
3	Approve Discharge of Management Board for Fiscal Year 2023	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties. However, shareholders should note that on Jan. 10, 2024, SAP was charged for violations of the Foreign Corrupt Practices Act (FCPA), and ordered to pay USD 220 million total to US (and other) authorities to settle criminal and civil charges. Nevertheless, when taking into account SAP's extensive and timely remedial measures, self-reporting, and the fact that SAP received credit for its cooperation with the departments' investigations, and as no specific member of the company's current management or supervisory board has thus far been found guilty of misconduct or negligence, votes against the discharge are not considered warranted at this time.</i>					
4	Approve Discharge of Supervisory Board for Fiscal Year 2023	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties. However, shareholders should note that on Jan. 10, 2024, SAP was charged for violations of the Foreign Corrupt Practices Act (FCPA), and ordered to pay USD 220 million total to US (and other) authorities to settle criminal and civil charges. Nevertheless, when taking into account SAP's extensive and timely remedial measures, self-reporting, and the fact that SAP received credit for its cooperation with the departments' investigations, and as no specific member of the company's current management or supervisory board has thus far been found guilty of misconduct or negligence, votes against the discharge are not considered warranted at this time.</i>					
5	Ratify BDO AG as Auditors for Fiscal Year 2024 and as Auditors of Sustainability Reporting for Fiscal Year 2024	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted, though it is not without some concern: * During the year, discretion was applied under both the STI and LTI plans without robust disclosure regarding the scope of adjustments and concern is further noted regarding the limited rationale provided for the exclusion of expenses related to compliance matters for both 2023 and 2024. The main reasons for support are: * The company's remuneration practices and disclosures are overall in line with market practice. * Pay and performance appear reasonably aligned at this time.</i>				
7.1	Elect Aicha Evans to the Supervisory Board	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Friederike Rotsch and Aicha Evans is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
7.2	Elect Gerhard Oswald to the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Friederike Rotsch and Aicha Evans is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
7.3	Elect Friederike Rotsch to the Supervisory Board	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Friederike Rotsch and Aicha Evans is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
7.4	Elect Ralf Herbrich to the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Friederike Rotsch and Aicha Evans is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
7.5	Elect Pekka Ala-Pietilae to the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Friederike Rotsch and Aicha Evans is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
8	Approve Remuneration Policy for the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the remuneration policy for supervisory board members is warranted because it is in line with market practice and no significant concerns are noted.</i>				
9	Amend Articles Re: Proof of Entitlement	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposed article amendment is warranted because it reflects amendments in line with new German statutory requirements.</i>				

Spirax-Sarco Engineering Plc

Meeting Date: 05/15/2024

Country: United Kingdom

Ticker: SPX

Record Date: 05/13/2024

Meeting Type: Annual

Primary Security ID: G83561129

Shares Voted: 275

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>				

Spirax-Sarco Engineering Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted in the absence of any significant concerns.</i>				
3	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
4	Reappoint Deloitte LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
5	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
6	Re-elect Jamie Pike as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
7	Re-elect Nimesh Patel as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
8	Re-elect Angela Archon as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
9	Elect Constance Baroudele as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
10	Re-elect Peter France as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
11	Re-elect Richard Gillingwater as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
12	Re-elect Caroline Johnstone as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
13	Re-elect Jane Kingston as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
14	Re-elect Kevin Thompson as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
15	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
16	Approve Scrip Dividend Program	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because no concerns have been identified.</i>				

Spirax-Sarco Engineering Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
17	Approve Change of Company Name to Spirax Group plc	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted.</i>				
18	Amend Articles of Association	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because no corporate governance concerns have been identified.</i>				
19	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
20	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				

St. James's Place Plc

Meeting Date: 05/15/2024 **Country:** United Kingdom **Ticker:** STJ
Record Date: 05/13/2024 **Meeting Type:** Annual
Primary Security ID: G5005D124

Shares Voted: 2,202

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>				
2	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
3	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted, although it is not without concern: * The CFO received an annual bonus award against the backdrop of relatively poor financial performance for FY2023; * The recently appointed CEO was granted a base salary which is set at a significant premium to that of his predecessor (c.35%); and * The CEO has been granted an LTIP award at the maximum opportunity, despite a significant fall in the Company's year-on-year share price, which raises the possibility of so called 'windfall gains' potentially materialising under this award. The main reasons for support are: * The bonus granted to the CFO equates to 22% of maximum opportunity, after the Remuneration Committee applied downward discretion to the financial component of the award. Further, the CEO did not receive an annual bonus for the reporting period; * The base salary granted to Mark FitzPatrick broadly converges with his fixed pay package as his previous employer; and * The Company has reduced the CFO's FY2024 LTIP to acknowledge the fall in the share price. Further, Mark FitzPatrick was appointed as CEO on 1 December 2023 and therefore has not had executive responsibility over the Company's performance over the course of FY2023.</i>				
4	Re-elect Craig Gentle as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent Nomination Committee members Paul Manduca, John Hitchins, Emma Griffin and Rosemary Hilary is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

St. James's Place Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Re-elect Emma Griffin as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent Nomination Committee members Paul Manduca, John Hitchins, Emma Griffin and Rosemary Hilary is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
6	Re-elect Rosemary Hilary as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent Nomination Committee members Paul Manduca, John Hitchins, Emma Griffin and Rosemary Hilary is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
7	Re-elect John Hitchins as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent Nomination Committee members Paul Manduca, John Hitchins, Emma Griffin and Rosemary Hilary is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
8	Re-elect Lesley-Ann Nash as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent Nomination Committee members Paul Manduca, John Hitchins, Emma Griffin and Rosemary Hilary is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
9	Re-elect Paul Manduca as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent Nomination Committee members Paul Manduca, John Hitchins, Emma Griffin and Rosemary Hilary is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
10	Elect Mark FitzPatrick as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent Nomination Committee members Paul Manduca, John Hitchins, Emma Griffin and Rosemary Hilary is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
11	Elect Simon Fraser as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent Nomination Committee members Paul Manduca, John Hitchins, Emma Griffin and Rosemary Hilary is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
12	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 6.7 percent of the total fees paid to the auditor are for non-audit purposes.</i></p>					
13	Authorise Group Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 6.7 percent of the total fees paid to the auditor are for non-audit purposes.</i></p>					
14	Authorise Issue of Equity	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i></p>					
15	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i></p>					

St. James's Place Plc

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

State Street Corporation

Meeting Date: 05/15/2024

Country: USA

Ticker: STT

Record Date: 03/18/2024

Meeting Type: Annual

Primary Security ID: 857477103

Shares Voted: 3,172

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Patrick de Saint-Aignan	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dame Amelia Fawcett, William Meaney, and Gregory Summe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1b	Elect Director Marie A. Chandoha	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dame Amelia Fawcett, William Meaney, and Gregory Summe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1c	Elect Director DonnaLee A. DeMaio	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dame Amelia Fawcett, William Meaney, and Gregory Summe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1d	Elect Director Amelia C. Fawcett	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dame Amelia Fawcett, William Meaney, and Gregory Summe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1e	Elect Director William C. Freda	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dame Amelia Fawcett, William Meaney, and Gregory Summe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1f	Elect Director Sara Mathew	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dame Amelia Fawcett, William Meaney, and Gregory Summe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

State Street Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1g	Elect Director William L. Meaney	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dame Amelia Fawcett, William Meaney, and Gregory Summe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1h	Elect Director Ronald P. O'Hanley	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dame Amelia Fawcett, William Meaney, and Gregory Summe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1i	Elect Director Sean P. O'Sullivan	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dame Amelia Fawcett, William Meaney, and Gregory Summe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1j	Elect Director Julio A. Portalatin	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dame Amelia Fawcett, William Meaney, and Gregory Summe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1k	Elect Director John B. Rhea	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dame Amelia Fawcett, William Meaney, and Gregory Summe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1l	Elect Director Gregory L. Summe	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dame Amelia Fawcett, William Meaney, and Gregory Summe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted, with caution. Some concerns continue to be raised surrounding the discretionary nature of award determinations and the absence of certain shareholder-friendly disclosures. However, these issues have not contributed to a quantitative pay-for-performance misalignment. Additionally, financial metrics were consistently assessed, the CEO's below-target incentive is directionally aligned with highlighted scorecard results, and long-term equity awards were majority-based on clearly-disclosed multi-year goals. A quantitative pay-for-performance misalignment going forward may be met with increased scrutiny of pay program structure, outcomes and disclosures.</i>					
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 8.52 percent of the fees paid to the auditor are for non-audit purposes.</i>					

Swiss Life Holding AG

Meeting Date: 05/15/2024 **Country:** Switzerland **Ticker:** SLHN
Record Date: 05/08/2024 **Meeting Type:** Annual
Primary Security ID: H8404J162

Shares Voted: 574

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

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: A vote FOR the annual accounts, annual report, and auditor's report for the fiscal year in review is warranted.</i>				
1.2	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the remuneration report is warranted, though it is not without concern: * The report lacks disclosure of personal performance achievements under the STI, which carry a 40 percent weighting. The main reasons for support are: * The company's compensation practices are broadly in line with market practice and pay and performance appear reasonably aligned.</i>				
1.3	Approve Non-Financial Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the approval of the company's non-financial report is warranted due to a lack of significant concerns.</i>				
2	Approve Allocation of Income and Dividends of CHF 33.00 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i>				
3	Approve Discharge of Board of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the formal discharge of the board of directors is warranted, as there is no evidence that the board have not fulfilled their fiduciary duties.</i>				
4.1	Approve Fixed Remuneration of Directors in the Amount of CHF 3.6 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount is in line with market practice.</i>				
4.2	Approve Short-Term Variable Remuneration of Executive Committee in the Amount of CHF 4.1 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because the proposals appear to be in line with market practice and do not raise significant concerns.</i>				
4.3	Approve Fixed and Long-Term Variable Remuneration of Executive Committee in the Amount of CHF 13.8 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because the proposals appear to be in line with market practice and do not raise significant concerns.</i>				
5.1	Reelect Rolf Doerig as Director and Board Chair	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Martin Schmid, Franziska Tschudi Sauber and Klaus Tschuetscher is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
5.2	Reelect Thomas Buess as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Martin Schmid, Franziska Tschudi Sauber and Klaus Tschuetscher is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
5.3	Reelect Monika Buetler as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Martin Schmid, Franziska Tschudi Sauber and Klaus Tschuetscher is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
5.4	Reelect Philomena Colatrella as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Martin Schmid, Franziska Tschudi Sauber and Klaus Tschuetscher is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5.5	Reelect Adrienne Fumagalli as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Martin Schmid, Franziska Tschudi Sauber and Klaus Tschuetscher is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
5.6	Reelect Damir Filipovic as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Martin Schmid, Franziska Tschudi Sauber and Klaus Tschuetscher is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
5.7	Reelect Stefan Loacker as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Martin Schmid, Franziska Tschudi Sauber and Klaus Tschuetscher is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
5.8	Reelect Severin Moser as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Martin Schmid, Franziska Tschudi Sauber and Klaus Tschuetscher is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
5.9	Reelect Henry Peter as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Martin Schmid, Franziska Tschudi Sauber and Klaus Tschuetscher is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
5.10	Reelect Martin Schmid as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Martin Schmid, Franziska Tschudi Sauber and Klaus Tschuetscher is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
5.11	Reelect Franziska Sauber as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Martin Schmid, Franziska Tschudi Sauber and Klaus Tschuetscher is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
5.12	Reelect Klaus Tschuetscher as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Martin Schmid, Franziska Tschudi Sauber and Klaus Tschuetscher is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
5.13	Reappoint Martin Schmid as Member of the Compensation Committee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Martin Schmid, Franziska Tschudi Sauber and Klaus Tschuetscher is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
5.14	Reappoint Franziska Sauber as Member of the Compensation Committee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Martin Schmid, Franziska Tschudi Sauber and Klaus Tschuetscher is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
5.15	Reappoint Klaus Tschuetscher as Member of the Compensation Committee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Martin Schmid, Franziska Tschudi Sauber and Klaus Tschuetscher is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
6	Designate Zuercher Rechtsanwaelte AG as Independent Proxy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concerns.</i>				

Swiss Life Holding AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Ratify PricewaterhouseCoopers AG as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>					
8	Amend Articles of Association	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the proposed article amendments is warranted because: * They are overall non-contentious in nature and largely reflect amendments in line with new Swiss statutory requirements. * Although the inclusion of a jurisdiction clause may be of concern to some shareholders, concerns are mitigated considering the rationale and local legal context.</i>					
9	Approve CHF 79,037 Reduction in Share Capital as Part of the Share Buyback Program via Cancellation of Repurchased Shares	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the proposed share capital reduction is warranted due to a lack of concerns.</i>					
10	Transact Other Business (Voting)	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted because: * This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and * The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.</i>					

The Hartford Financial Services Group, Inc.

Meeting Date: 05/15/2024

Country: USA

Ticker: HIG

Record Date: 03/18/2024

Meeting Type: Annual

Primary Security ID: 416515104

Shares Voted: 11,896

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Larry D. De Shon	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry De Shon, Carlos Dominguez, Donna James, Teresa Roseborough and Virginia Ruesterholz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1b	Elect Director Carlos Dominguez	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry De Shon, Carlos Dominguez, Donna James, Teresa Roseborough and Virginia Ruesterholz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1c	Elect Director Trevor Fetter	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry De Shon, Carlos Dominguez, Donna James, Teresa Roseborough and Virginia Ruesterholz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1d	Elect Director Donna A. James	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry De Shon, Carlos Dominguez, Donna James, Teresa Roseborough and Virginia Ruesterholz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

The Hartford Financial Services Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1e	Elect Director Edmund Reese	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry De Shon, Carlos Dominguez, Donna James, Teresa Roseborough and Virginia Ruesterholz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Teresa Wynn Roseborough	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry De Shon, Carlos Dominguez, Donna James, Teresa Roseborough and Virginia Ruesterholz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Virginia P. Ruesterholz	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry De Shon, Carlos Dominguez, Donna James, Teresa Roseborough and Virginia Ruesterholz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Christopher J. Swift	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry De Shon, Carlos Dominguez, Donna James, Teresa Roseborough and Virginia Ruesterholz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Matthew E. Winter	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry De Shon, Carlos Dominguez, Donna James, Teresa Roseborough and Virginia Ruesterholz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Greig Woodring	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry De Shon, Carlos Dominguez, Donna James, Teresa Roseborough and Virginia Ruesterholz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * A majority of equity awards to the CEO are not tied to performance-contingent pay elements; and * Excessive differentials between CEO pay and the pay of other named executive officers at the firm.</i>				
4	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonable balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i>				

The Travelers Companies, Inc.

Meeting Date: 05/15/2024

Country: USA

Ticker: TRV

Record Date: 03/18/2024

Meeting Type: Annual

Primary Security ID: 89417E109

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Russell G. Golden	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Leonardi, Clarence Otis Jr., Elizabeth Robinson and Rafael Santana is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director William J. Kane	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Leonardi, Clarence Otis Jr., Elizabeth Robinson and Rafael Santana is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Thomas B. Leonardi	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Leonardi, Clarence Otis Jr., Elizabeth Robinson and Rafael Santana is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Clarence Otis, Jr.	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Leonardi, Clarence Otis Jr., Elizabeth Robinson and Rafael Santana is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Elizabeth E. Robinson	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Leonardi, Clarence Otis Jr., Elizabeth Robinson and Rafael Santana is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Rafael Santana	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Leonardi, Clarence Otis Jr., Elizabeth Robinson and Rafael Santana is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Todd C. Schermerhorn	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Leonardi, Clarence Otis Jr., Elizabeth Robinson and Rafael Santana is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Alan D. Schnitzer	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Leonardi, Clarence Otis Jr., Elizabeth Robinson and Rafael Santana is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Laurie J. Thomsen	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Leonardi, Clarence Otis Jr., Elizabeth Robinson and Rafael Santana is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Bridget van Kralingen	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Leonardi, Clarence Otis Jr., Elizabeth Robinson and Rafael Santana is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

The Travelers Companies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1k	Elect Director David S. Williams	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Leonardi, Clarence Otis Jr., Elizabeth Robinson and Rafael Santana is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.04 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the proposal is warranted. While the majority of long-term incentives are based on clearly disclosed multi-year goals, significant concerns are noted regarding the discretionary nature of the STI program and the lack of certain key disclosures. While certain financial target goals are disclosed, other key disclosures are lacking, including target opportunities, individual metric weightings, the impact of individual performance on pay outcomes, and quantified threshold and maximum goals. Specific concerns are further raised with respect to high CEO pay relative to company performance compared to the company's peers and high CEO pay in relation to company peer group CEO median pay. The lack of key disclosures impedes a fully-informed assessment of pay outcomes relative to company performance, which is particularly important in years in which a quantitative pay-for-performance misalignment is identified.</i>				
4	Report on Methane Emissions	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as report on the company's methane emissions will permit the company and shareholders alike to appropriately assess risks related to methane emissions.</i>				
5	Report on GHG Emissions Associated with Underwriting and Insuring for High Carbon Sectors	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, because the requested report would help shareholders better evaluate the company's management of climate risks from its underwriting, investment, and insurance activities.</i>				
6	Report on Human Rights Risk in Underwriting	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the requested report would help investors better understand how the company is managing its reputational, financial, legal, and regulatory risks related to human rights risks in its underwriting.</i>				
7	Consider Pay Disparity Between CEO and Other Employees	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted for the following reasons: * Consideration of pay grades and/or salary ranges of all classification of company employees when setting target amounts for CEO compensation would serve to further eliminate excessive pay disparities; and * Excessive pay disparities could pose risks to long-term shareholder value, and impact employee morale as well as a company's standing in the communities in which it operates.</i>				

US Foods Holding Corp.

Meeting Date: 05/15/2024

Country: USA

Ticker: USFD

Record Date: 03/18/2024

Meeting Type: Annual

Primary Security ID: 912008109

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Cheryl A. Bachelder	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Marla Gottschalk, Sunil Gupta and Ann Ziegler is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Robert M. Dutkowsky	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Marla Gottschalk, Sunil Gupta and Ann Ziegler is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director David E. Flitman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Marla Gottschalk, Sunil Gupta and Ann Ziegler is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Marla Gottschalk	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Marla Gottschalk, Sunil Gupta and Ann Ziegler is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Sunil Gupta	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Marla Gottschalk, Sunil Gupta and Ann Ziegler is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Carl Andrew Pforzheimer	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Marla Gottschalk, Sunil Gupta and Ann Ziegler is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Quentin Roach	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Marla Gottschalk, Sunil Gupta and Ann Ziegler is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director David M. Tehle	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Marla Gottschalk, Sunil Gupta and Ann Ziegler is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Ann E. Ziegler	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Marla Gottschalk, Sunil Gupta and Ann Ziegler is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as mitigating factors for the pay-for-performance misalignment have been identified for the year in review. While some concerns are noted regarding the long-term incentive program, half of the annual-cycle long-term incentives are performance conditioned and annual incentives were entirely determined by pre-set objective metrics, with targets that appear rigorous. In addition, the relatively large increase in CEO compensation was primarily driven by make-whole awards granted to account for forfeited pay with his prior employer and the overall magnitude of his compensation should normalize in the following year.</i>				
3	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that: * The purchase price is reasonable; * The number of shares reserved is reasonable; and * The offer period is within the limits prescribed by Section 423 of the Internal Revenue Code.</i>				

US Foods Holding Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 7.14 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					

Verisk Analytics, Inc.

Meeting Date: 05/15/2024 **Country:** USA **Ticker:** VRSK
Record Date: 03/18/2024 **Meeting Type:** Annual
Primary Security ID: 92345Y106

Shares Voted: 1,887

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Vincent K. Brooks	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Vincent (Vince) Brooks, Kathleen Hogenson, Kimberly (Kim) Stevenson and Therese (Terri) Vaughan is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1b	Elect Director Jeffrey Dailey	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Vincent (Vince) Brooks, Kathleen Hogenson, Kimberly (Kim) Stevenson and Therese (Terri) Vaughan is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1c	Elect Director Bruce Hansen	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Vincent (Vince) Brooks, Kathleen Hogenson, Kimberly (Kim) Stevenson and Therese (Terri) Vaughan is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1d	Elect Director Gregory Hendrick	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Vincent (Vince) Brooks, Kathleen Hogenson, Kimberly (Kim) Stevenson and Therese (Terri) Vaughan is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1e	Elect Director Kathleen A. Hogenson	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Vincent (Vince) Brooks, Kathleen Hogenson, Kimberly (Kim) Stevenson and Therese (Terri) Vaughan is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1f	Elect Director Wendy Lane	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Vincent (Vince) Brooks, Kathleen Hogenson, Kimberly (Kim) Stevenson and Therese (Terri) Vaughan is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1g	Elect Director Samuel G. Liss	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Vincent (Vince) Brooks, Kathleen Hogenson, Kimberly (Kim) Stevenson and Therese (Terri) Vaughan is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1h	Elect Director Lee M. Shavel	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Vincent (Vince) Brooks, Kathleen Hogenson, Kimberly (Kim) Stevenson and Therese (Terri) Vaughan is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					

Verisk Analytics, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1i	Elect Director Olumide Soroye	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Vincent (Vince) Brooks, Kathleen Hogenson, Kimberly (Kim) Stevenson and Therese (Terri) Vaughan is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1j	Elect Director Kimberly S. Stevenson	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Vincent (Vince) Brooks, Kathleen Hogenson, Kimberly (Kim) Stevenson and Therese (Terri) Vaughan is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1k	Elect Director Therese M. Vaughan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Vincent (Vince) Brooks, Kathleen Hogenson, Kimberly (Kim) Stevenson and Therese (Terri) Vaughan is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance were reasonably aligned for the year in review.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the ratification of the company's auditor is warranted given that non-audit fees represent 29.64 percent of the total fees received by the auditor during the fiscal year, raising substantial doubts over the independence of the auditor.</i>				
4	Adopt Simple Majority Vote	SH	None	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as it may provide shareholders an opportunity to provide feedback on the one supermajority requirement in the company's charter.</i>				

Vertex Pharmaceuticals Incorporated

Meeting Date: 05/15/2024 **Country:** USA **Ticker:** VRTX
Record Date: 03/18/2024 **Meeting Type:** Annual
Primary Security ID: 92532F100

Shares Voted: 2,486

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Sangeeta Bhatia	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.2	Elect Director Lloyd Carney	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.3	Elect Director Alan Garber	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.4	Elect Director Reshma Kewalramani	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				

Vertex Pharmaceuticals Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.5	Elect Director Michel Lagarde	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.6	Elect Director Jeffrey Leiden	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.7	Elect Director Diana McKenzie	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.8	Elect Director Bruce Sachs	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.9	Elect Director Jennifer Schneider	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.10	Elect Director Nancy Thornberry	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.11	Elect Director Suketu Upadhyay	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 4.66 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, with caution. There continue to be concerns over the degree to which subjective assessments factor into the annual incentive, which also lacks fulsome disclosure. In addition, only 25 percent of the CEO's total performance year equity awards utilize multi-year performance conditions. However, these issues have not resulted in a quantitative pay-for-performance misalignment for the year in review.</i>				
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as a lower ownership threshold would provide for a more useful special meeting right for shareholders.</i>				
5	Report on Median and Adjusted Gender/Racial Pay Gaps	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted, as it would shareholders to better evaluate the effectiveness of the company's diversity, equity, and inclusion efforts.</i>				

Yealink Network Technology Co., Ltd.

Meeting Date: 05/15/2024

Country: China

Ticker: 300628

Record Date: 05/09/2024

Meeting Type: Annual

Primary Security ID: Y9750S104

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Report of the Board of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
2	Approve Report of the Board of Supervisors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
3	Approve Annual Report and Summary	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
4	Approve Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
5	Approve Profit Distribution	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the proposed dividend payout is considered reasonable.</i>				
6	Approve to Appoint Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
7	Approve Use of Idle Own Funds for Cash Management	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because the proposed investment could expose the company to unnecessary risks.</i>				
8	Approve Application of Bank Credit Lines	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the funds will be needed by the company to facilitate its daily operations and business development.</i>				
9	Amend the Independent Director Working Rules	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted given the company has not specified the details and the provisions covered under the proposed amendments.</i>				
10	Approve to Expand the Strategy Committee of the Board of Directors into the Strategy and ESG Committee of the Board of Directors and Revising Relevant Work Rules	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted given the company has not specified the details and the provisions covered under the proposed amendments.</i>				
11	Approve to Formulate the Accounting Firm Selection System	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
12	Approve Amendments to Articles of Association	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				

Yealink Network Technology Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
13	Amend Rules and Procedures Regarding Meetings of Board of Directors	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted given the company has not specified the details and the provisions covered under the proposed amendments.</i>				
14	Approve Draft and Summary of Performance Share Incentive Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because the proposed stock option scheme has an acceptable resulting dilution and a market price-based exercise price, and contains reasonable performance hurdles.</i>				
15	Approve Performance Share Incentive Plan Implementation Assessment and Management Measures	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because the proposed stock option scheme has an acceptable resulting dilution and a market price-based exercise price, and contains reasonable performance hurdles.</i>				
16	Approve Authorization of the Board to Handle All Matters Related to Performance Share Incentive Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because the proposed stock option scheme has an acceptable resulting dilution and a market price-based exercise price, and contains reasonable performance hurdles.</i>				
17	Approve Draft and Summary of Stock Option Incentive Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because the proposed stock option scheme has an acceptable resulting dilution and a market price-based exercise price, and contains reasonable performance hurdles.</i>				
18	Approve Stock Option Incentive Plan Implementation Assessment Management Measures	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because the proposed stock option scheme has an acceptable resulting dilution and a market price-based exercise price, and contains reasonable performance hurdles.</i>				
19	Approve Authorization of the Board to Handle All Matters Related to Stock Option Incentive Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because the proposed stock option scheme has an acceptable resulting dilution and a market price-based exercise price, and contains reasonable performance hurdles.</i>				
	ELECT NON-INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt			
20.1	Elect Chen Zhisong as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
20.2	Elect Wu Zhongyi as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
20.3	Elect Lu Rongfu as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				

Yealink Network Technology Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
20.4	Elect Zhou Jiwei as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
20.5	Elect Zhang Lianchang as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
	ELECT INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt			
21.1	Elect Ye Lirong as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
21.2	Elect Wu Chong as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
21.3	Elect Song Peilin as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
21.4	Elect Wang Yanyan as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
	ELECT SUPERVISORS VIA CUMULATIVE VOTING	Mgmt			
22.1	Elect Wei Zhihua as Supervisor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR both nominees is warranted given the absence of any known issues concerning the nominees.</i>				
22.2	Elect Ai Zhimin as Supervisor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR both nominees is warranted given the absence of any known issues concerning the nominees.</i>				

ZoomInfo Technologies Inc.

Meeting Date: 05/15/2024 **Country:** USA **Ticker:** ZI
Record Date: 03/18/2024 **Meeting Type:** Annual
Primary Security ID: 98980F104

Shares Voted: 979

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Henry Schuck	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Henry Schuck and Keith Enright for lack of diversity on the board. In the absence of governance committee members on the ballot, WITHHOLD votes are further warranted for incumbent director nominees Henry Schuck and Keith Enright given the board's failure to remove, or subject to a sunset requirement, the classified board, and the pop-up supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights.</i>				

ZoomInfo Technologies Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director Keith Enright	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Henry Schuck and Keith Enright for lack of diversity on the board. In the absence of governance committee members on the ballot, WITHHOLD votes are further warranted for incumbent director nominees Henry Schuck and Keith Enright given the board's failure to remove, or subject to a sunset requirement, the classified board, and the pop-up supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 10.21 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i>				

Adevinta ASA

Meeting Date: 05/16/2024 **Country:** Norway **Ticker:** ADE
Record Date: 05/08/2024 **Meeting Type:** Extraordinary Shareholders
Primary Security ID: R0000V110

Shares Voted: 6,181

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Notice of Meeting and Agenda	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
2	Elect Chairman of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
3	Designate Inspector(s) of Minutes of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
4	Amend Articles Re: Number of Board Members (3-13)	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because of a lack of controversy concerning the size of the board.</i>				
5	Elect Dipan Patel (Chair), Maria Roentsch and Roman Jay as Directors	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this item is warranted for lack of diversity on the board.</i>				
6	Approve Remuneration of Directors	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this item is warranted, as the proposed additional fees can be considered excessive and they are not accompanied with a sufficiently strong rationale.</i>				

Meeting Date: 05/16/2024

Country: Netherlands

Ticker: ADYEN

Record Date: 04/18/2024

Meeting Type: Annual

Primary Security ID: N3501V104

Shares Voted: 98

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Annual Meeting Agenda	Mgmt			
	Open Meeting	Mgmt			
<i>Voting Policy Rationale: No vote is required for this item.</i>					
2.a	Receive Report of Management Board and Supervisory Board (Non-Voting)	Mgmt			
<i>Voting Policy Rationale: No vote is required for this item.</i>					
2.b	Approve Remuneration Report	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because the report is broadly in line with market practice and no further concerns are raised with specific pay practices. Although some shareholders might raise concerns with the absence of variable incentive plans, we note that CEO Pieter van der Does is a significant shareholder and as such already ensuring alignment with shareholders.</i>					
2.c	Adopt Financial Statements and Statutory Reports	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because of the absence of concern with the company's audit procedures or its auditors.</i>					
2.d	Receive Explanation on Company's Reserves and Dividend Policy	Mgmt			
<i>Voting Policy Rationale: This is a non-voting item.</i>					
3	Approve Discharge of Management Board	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because of the absence of any information about significant and compelling controversies that the management board and/or supervisory board are not fulfilling their fiduciary duties.</i>					
4	Approve Discharge of Supervisory Board	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because of the absence of any information about significant and compelling controversies that the management board and/or supervisory board are not fulfilling their fiduciary duties.</i>					
5	Elect Adine Grate to Supervisory Board	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these elections is warranted because: * The nominees are elected for a period not exceeding four years; * The candidates appear to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidates.</i>					
6	Reelect Piero Overmars to Supervisory Board	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these elections is warranted because: * The nominees are elected for a period not exceeding four years; * The candidates appear to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidates.</i>					
7	Reelect Caoimhe Keogan to Supervisory Board	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these elections is warranted because: * The nominees are elected for a period not exceeding four years; * The candidates appear to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidates.</i>					

Adyen NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8	Grant Board Authority to Issue Shares Up to 10 Percent of Issued Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because it is in line with commonly used safeguards regarding volume and duration.</i>				
9	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because it is in line with commonly used safeguards regarding volume and duration.</i>				
10	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because: * This proposal is in line with commonly used safeguards regarding volume and pricing; * The authorization would allow Adyen to repurchase up to 10.00 percent of the issued share capital; and * The authorization would allow the company to repurchase shares for less or up to 110 percent of the share price prior to the repurchase.</i>				
11	Reappoint PwC as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
12	Close Meeting	Mgmt			
	<i>Voting Policy Rationale: No vote is required for this item.</i>				

Alnylam Pharmaceuticals, Inc.

Meeting Date: 05/16/2024

Country: USA

Ticker: ALNY

Record Date: 03/22/2024

Meeting Type: Annual

Primary Security ID: 02043Q107

Shares Voted: 743

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Dennis A. Ausiello	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dennis Ausiello and David Pyott is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Olivier Brandicourt	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dennis Ausiello and David Pyott is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Peter N. Kellogg	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dennis Ausiello and David Pyott is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director David E.I. Pyott	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dennis Ausiello and David Pyott is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Alnylam Pharmaceuticals, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time. Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i></p>					
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i></p>					

Altair Engineering Inc.

Meeting Date: 05/16/2024 **Country:** USA **Ticker:** ALTR
Record Date: 03/21/2024 **Meeting Type:** Annual
Primary Security ID: 021369103

Shares Voted: 1,030

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Mary Boyce	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for Governance Committee chair Jim Anderson given the board's failure to remove, or subject to a sunset requirement, the classified board structure which adversely impacts shareholder rights. WITHHOLD votes are further warranted for Governance Committee members Jim Anderson and Mary Boyce for maintaining a dual-class structure that is not subject to a reasonable time-based sunset provision.</i></p>					
1b	Elect Director Jim F. Anderson	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for Governance Committee chair Jim Anderson given the board's failure to remove, or subject to a sunset requirement, the classified board structure which adversely impacts shareholder rights. WITHHOLD votes are further warranted for Governance Committee members Jim Anderson and Mary Boyce for maintaining a dual-class structure that is not subject to a reasonable time-based sunset provision.</i></p>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * A majority of equity awards to the CEO are not tied to performance-contingent pay elements; and * Excessive differentials between CEO pay and the pay of other named executive officers at the firm. In addition, a vote AGAINST this proposal is further warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; and * The company has not disclosed any risk mitigators, such as a clawback policy, CEO stock ownership guidelines, or stock holding period requirements.</i></p>					
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 18.91 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					

Amphenol Corporation

Meeting Date: 05/16/2024 **Country:** USA **Ticker:** APH
Record Date: 03/18/2024 **Meeting Type:** Annual
Primary Security ID: 032095101

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Nancy A. Altobello	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Falck, Rita Lane and Anne Wolff is warranted for lack of diversity on the board. A vote AGAINST Anne Wolff is warranted for serving as a non-independent member, per Social Advisory Services' classification, of key board committees. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director David P. Falck	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Falck, Rita Lane and Anne Wolff is warranted for lack of diversity on the board. A vote AGAINST Anne Wolff is warranted for serving as a non-independent member, per Social Advisory Services' classification, of key board committees. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Edward G. Jepsen	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Falck, Rita Lane and Anne Wolff is warranted for lack of diversity on the board. A vote AGAINST Anne Wolff is warranted for serving as a non-independent member, per Social Advisory Services' classification, of key board committees. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Rita S. Lane	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Falck, Rita Lane and Anne Wolff is warranted for lack of diversity on the board. A vote AGAINST Anne Wolff is warranted for serving as a non-independent member, per Social Advisory Services' classification, of key board committees. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Robert A. Livingston	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Falck, Rita Lane and Anne Wolff is warranted for lack of diversity on the board. A vote AGAINST Anne Wolff is warranted for serving as a non-independent member, per Social Advisory Services' classification, of key board committees. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Martin H. Loeffler	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Falck, Rita Lane and Anne Wolff is warranted for lack of diversity on the board. A vote AGAINST Anne Wolff is warranted for serving as a non-independent member, per Social Advisory Services' classification, of key board committees. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director R. Adam Norwitt	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Falck, Rita Lane and Anne Wolff is warranted for lack of diversity on the board. A vote AGAINST Anne Wolff is warranted for serving as a non-independent member, per Social Advisory Services' classification, of key board committees. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Prahlad Singh	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Falck, Rita Lane and Anne Wolff is warranted for lack of diversity on the board. A vote AGAINST Anne Wolff is warranted for serving as a non-independent member, per Social Advisory Services' classification, of key board committees. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director Anne Clarke Wolff	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Falck, Rita Lane and Anne Wolff is warranted for lack of diversity on the board. A vote AGAINST Anne Wolff is warranted for serving as a non-independent member, per Social Advisory Services' classification, of key board committees. A vote FOR the remaining director nominees is warranted.</i>				

Amphenol Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Non-Employee Director Restricted Stock Plan	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted given that: * The shareholder value transfer appears to be within a reasonable range; * The plan does not allow for repricing of stock options without prior shareholder approval; and * The equity burn rate is reasonable.</i></p>					
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 6.29 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, with caution. Some concerns persist regarding the company's equity awards lacking any performance conditions. However, total CEO pay declined year-over-year, and annual incentive awards continue to be based primarily on financial growth metrics.</i></p>					
5	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i></p>					
6	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as the proposed 15 percent ownership threshold for shareholders to call a special meeting would enhance shareholders' ability to make use of the right, and the likelihood of abuse is small.</i></p>					

ATI, Inc.

Meeting Date: 05/16/2024

Country: USA

Ticker: ATI

Record Date: 03/18/2024

Meeting Type: Annual

Primary Security ID: 01741R102

Shares Voted: 1,774

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Herbert J. Carlisle	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member David Hess for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1.2	Elect Director David P. Hess	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member David Hess for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1.3	Elect Director Marianne Kah	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member David Hess for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					

ATI, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.4	Elect Director Ruby Sharma	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member David Hess for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				

AvalonBay Communities, Inc.

Meeting Date: 05/16/2024 **Country:** USA **Ticker:** AVB
Record Date: 03/18/2024 **Meeting Type:** Annual
Primary Security ID: 053484101

Shares Voted: 1,351

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Glyn F. Aeppel	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Terry Brown, Glyn Aeppel, Christopher Howard, and Susan Swanezy is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Terry S. Brown	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Terry Brown, Glyn Aeppel, Christopher Howard, and Susan Swanezy is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Ronald L. Havner, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Terry Brown, Glyn Aeppel, Christopher Howard, and Susan Swanezy is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Stephen P. Hills	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Terry Brown, Glyn Aeppel, Christopher Howard, and Susan Swanezy is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Christopher B. Howard	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Terry Brown, Glyn Aeppel, Christopher Howard, and Susan Swanezy is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Richard J. Lieb	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Terry Brown, Glyn Aeppel, Christopher Howard, and Susan Swanezy is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

AvalonBay Communities, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1g	Elect Director Nnenna Lynch	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Terry Brown, Glyn Aeppel, Christopher Howard, and Susan Swanezy is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Charles E. Mueller, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Terry Brown, Glyn Aeppel, Christopher Howard, and Susan Swanezy is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Timothy J. Naughton	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Terry Brown, Glyn Aeppel, Christopher Howard, and Susan Swanezy is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Benjamin W. Schall	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Terry Brown, Glyn Aeppel, Christopher Howard, and Susan Swanezy is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Susan Swanezy	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Terry Brown, Glyn Aeppel, Christopher Howard, and Susan Swanezy is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Despite concerns regarding the goal rigor of some LTI metrics, the short-term incentive plan is primarily based on quantitative financial and operational metrics, and the long-term incentive plan is entirely performance-based.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 17.70 percent of the fees paid to the auditor are for non-audit purposes.</i>				

BANK POLSKA KASA OPIEKI SA

Meeting Date: 05/16/2024

Country: Poland

Ticker: PEO

Record Date: 04/01/2024

Meeting Type: Annual

Primary Security ID: X0R77T117

Shares Voted: 6,530

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1a	Approve Discharge of Leszek Skiba (CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in FY2023.</i>				

BANK POLSKA KASA OPIEKI SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1b	Approve Discharge of Marcin Gadomski (Deputy CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in FY2023.</i>				
1.1c	Approve Discharge of Piotr Zborowski (Deputy CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in FY2023.</i>				
1.1d	Approve Discharge of Jerzy Kwiecinski (Deputy CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in FY2023.</i>				
1.1e	Approve Discharge of Magdalena Zmitrowicz (Deputy CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in FY2023.</i>				
1.1f	Approve Discharge of Jaroslaw Fuchs (Deputy CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in FY2023.</i>				
1.1g	Approve Discharge of Wojciech Werochowski (Deputy CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in FY2023.</i>				
1.1h	Approve Discharge of Blazej Szczeki (Deputy CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in FY2023.</i>				
1.1i	Approve Discharge of Pawel Straczynski (Deputy CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in FY2023.</i>				
1.2a	Approve Discharge of Beata Kozłowska-Chyla (Supervisory Board Chairwoman)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in FY2023.</i>				
1.2b	Approve Discharge of Joanna Dynysiuik (Supervisory Board Deputy Chairwoman)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in FY2023.</i>				
1.2c	Approve Discharge of Malgorzata Sadurska (Supervisory Board Deputy Chairwoman)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in FY2023.</i>				

BANK POLSKA KASA OPIEKI SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2d	Approve Discharge of Stanislaw Ryszard Kaczoruk (Supervisory Board Secretary)	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in FY2023.</i>					
1.2e	Approve Discharge of Marcin Izdebski (Supervisory Board Member)	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in FY2023.</i>					
1.2f	Approve Discharge of Sabina Bigos-Jaworowska (Supervisory Board Member)	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in FY2023.</i>					
1.2g	Approve Discharge of Justyna Glebikowska-Michalak (Supervisory Board Member)	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in FY2023.</i>					
1.2h	Approve Discharge of Michal Kaszynski (Supervisory Board Member)	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in FY2023.</i>					
1.2i	Approve Discharge of Marian Majcher (Supervisory Board Member)	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in FY2023.</i>					

Cboe Global Markets, Inc.

Meeting Date: 05/16/2024 **Country:** USA **Ticker:** CBOE
Record Date: 03/21/2024 **Meeting Type:** Annual
Primary Security ID: 12503M108

Shares Voted: 568

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director William M. Farrow, III	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
1b	Elect Director Fredric J. Tomczyk	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
1c	Elect Director Edward J. Fitzpatrick	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					

Cboe Global Markets, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1d	Elect Director Ivan K. Fong	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1e	Elect Director Janet P. Froetscher	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1f	Elect Director Jill R. Goodman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1g	Elect Director Erin A. Mansfield	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director Cecilia H. Mao	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1i	Elect Director Alexander J. Maturri, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1j	Elect Director Jennifer J. McPeck	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1k	Elect Director Roderick A. Palmore	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1l	Elect Director James E. Parisi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. The company underwent a sudden leadership change in late 2023. While the entirely time-based equity grant to the new CEO raises some concern, he will not receive an additional grant in 2024 and the aggregate size of the award is relatively modest when annualized. Outside of this one-time award, annual incentives were based largely on pre-set objective measures and regular annual equity grants to other NEOs were half performance-conditioned.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Provide Right to Call Special Meeting	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. While the ability to call special meetings would improve shareholder rights, this proposal is merely an advisory request to provide a special meeting right with a 25 percent ownership threshold with otherwise undefined terms. The 25 percent ownership threshold is considered relatively high for a company of this size. Moreover, the proposed 10 percent threshold in Item 6 is considered more appropriate and it is recommended that shareholders vote in favor of Item 6.</i>				
5	Provide Right to Call a Special Meeting at a 10 Percent Ownership Threshold	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as the ability to call special meetings would improve shareholder rights. The proposed 10 percent ownership threshold is more appropriate for a company of this size relative to the 25 percent proposed by management in Item 5, which also lacks specificity in its terms.</i>				

Meeting Date: 05/16/2024

Country: Switzerland

Ticker: CB

Record Date: 03/22/2024

Meeting Type: Annual

Primary Security ID: H1467J104

Shares Voted: 9,491

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this routine item is warranted due to a lack of concerns.</i>				
2.1	Allocate Disposable Profit	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted due to a lack of concerns.</i>				
2.2	Approve Dividend Distribution From Legal Reserves Through Capital Contributions Reserve Subaccount	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted due to a lack of concerns.</i>				
3	Approve Discharge of Board of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted, as there is no evidence that the board has not fulfilled their fiduciary duties.</i>				
4.1	Ratify PricewaterhouseCoopers AG (Zurich) as Statutory Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.60 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4.2	Ratify PricewaterhouseCoopers LLP (United States) as Independent Registered Accounting Firm	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.60 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4.3	Ratify BDO AG (Zurich) as Special Audit Firm	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal to ratify the special auditor is warranted.</i>				
5.1	Elect Director Evan G. Greenberg	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Michael Connors, David Sidwell and Frances (Fran) Townsend is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
5.2	Elect Director Michael P. Connors	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Michael Connors, David Sidwell and Frances (Fran) Townsend is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
5.3	Elect Director Michael G. Atieh	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Michael Connors, David Sidwell and Frances (Fran) Townsend is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
5.4	Elect Director Nancy K. Buese	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Michael Connors, David Sidwell and Frances (Fran) Townsend is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5.5	Elect Director Sheila P. Burke	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Michael Connors, David Sidwell and Frances (Fran) Townsend is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
5.6	Elect Director Nelson J. Chai	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Michael Connors, David Sidwell and Frances (Fran) Townsend is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
5.7	Elect Director Michael L. Corbat	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Michael Connors, David Sidwell and Frances (Fran) Townsend is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
5.8	Elect Director Robert J. Hugin	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Michael Connors, David Sidwell and Frances (Fran) Townsend is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
5.9	Elect Director Robert W. Scully	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Michael Connors, David Sidwell and Frances (Fran) Townsend is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
5.10	Elect Director Theodore E. Shasta	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Michael Connors, David Sidwell and Frances (Fran) Townsend is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
5.11	Elect Director David H. Sidwell	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Michael Connors, David Sidwell and Frances (Fran) Townsend is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
5.12	Elect Director Olivier Steimer	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Michael Connors, David Sidwell and Frances (Fran) Townsend is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
5.13	Elect Director Frances F. Townsend	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Michael Connors, David Sidwell and Frances (Fran) Townsend is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
6	Elect Evan G. Greenberg as Board Chairman	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST Evan G. Greenberg as board chair is warranted because he serves as combined CEO/chair</i>				
7.1	Elect Michael P. Connors as Member of the Compensation Committee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Votes AGAINST the proposed nominees are warranted as their elections to the board, under Item 5, is not warranted.</i>				
7.2	Elect David H. Sidwell as Member of the Compensation Committee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Votes AGAINST the proposed nominees are warranted as their elections to the board, under Item 5, is not warranted.</i>				
7.3	Elect Frances F. Townsend as Member of the Compensation Committee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Votes AGAINST the proposed nominees are warranted as their elections to the board, under Item 5, is not warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8	Designate Homburger AG as Independent Proxy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concerns.</i>				
9	Cancel Repurchased Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposed share capital reduction is warranted due to a lack of concerns.</i>				
10	Amend Articles Re: Creation of a Capital Band	Mgmt	For	For	For
11	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that: * The purchase price is reasonable; * The number of shares reserved is reasonable; and * The offering period is within the limits prescribed by Section 423 of the Internal Revenue Code.</i>				
12.1	Approve Remuneration of Directors in the Amount of USD 5.5 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because the requested amount is broadly in line with market practice.</i>				
12.2	Approve Remuneration of Executive Management in the Amount of USD 72 Million for Fiscal 2025	Mgmt	For	For	For
	<i>Voting Policy Rationale: As the company is classified as a US domestic issuer, and given that the focus of this proposal is on top executive pay, the recommendation for this proposal is aligned to the US say-on-pay analysis. Accordingly, a vote FOR this proposal is warranted.</i>				
12.3	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: As the company is reporting as a U.S. domestic issuer and given that the focus of this proposal is on top executive pay, the recommendation for this proposal is aligned with the U.S. say-on-pay analysis. Accordingly, a vote FOR is warranted.</i>				
13	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: On balance, a vote FOR this proposal is warranted. The largely discretionary annual incentive award paired with certain lacking key disclosures raises some concern. Nevertheless, these issues have not contributed to a quantitative pay-for-performance misalignment. Additionally, the CEO's LTI equity awards are entirely performance-contingent, subject to multi-year goals.</i>				
14	Approve Sustainability Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the approval of the company's non-financial report is warranted. Nevertheless, support is qualified considering the lack of broader external assurance that would confirm the validity of the information. Rather, only the greenhouse gas emissions metrics have been subject to limited assurance.</i>				
15	Report on GHG Emissions Associated with Underwriting	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because it would help shareholders better understand the company's climate-related risks from its underwriting, investment, and insurance activities.</i>				
16	Report on Median Gender/Racial Pay Gap	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as shareholders would benefit from additional information allowing them to better measure the progress of the company's initiatives to encourage diversity, inclusion, and non-discriminatory treatment.</i>				

Chubb Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
A	Transact Other Business	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted, as proposals which are detrimental to shareholder value may arise without shareholders having the opportunity to make a fully informed vote on the issue.</i></p>					

Cleveland-Cliffs Inc.

Meeting Date: 05/16/2024 **Country:** USA **Ticker:** CLF
Record Date: 03/18/2024 **Meeting Type:** Annual
Primary Security ID: 185899101

Shares Voted: 7,045

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Lourenco Goncalves	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Susan Green, Ralph (Mike) Michael III, and Janet Miller for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i></p>					
1.2	Elect Director Douglas C. Taylor	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Susan Green, Ralph (Mike) Michael III, and Janet Miller for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i></p>					
1.3	Elect Director John T. Baldwin	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Susan Green, Ralph (Mike) Michael III, and Janet Miller for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i></p>					
1.4	Elect Director Ron A. Bloom	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Susan Green, Ralph (Mike) Michael III, and Janet Miller for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i></p>					
1.5	Elect Director Susan M. Green	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Susan Green, Ralph (Mike) Michael III, and Janet Miller for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i></p>					
1.6	Elect Director Ralph S. Michael, III	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Susan Green, Ralph (Mike) Michael III, and Janet Miller for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i></p>					
1.7	Elect Director Janet L. Miller	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Susan Green, Ralph (Mike) Michael III, and Janet Miller for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i></p>					
1.8	Elect Director Ben Oren	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Susan Green, Ralph (Mike) Michael III, and Janet Miller for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i></p>					

Cleveland-Cliffs Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.9	Elect Director Gabriel Stolar	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Susan Green, Ralph (Mike) Michael III, and Janet Miller for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
1.10	Elect Director Arlene M. Yocum	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Susan Green, Ralph (Mike) Michael III, and Janet Miller for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * High CEO pay relative to company performance compared to the company's peers; and * High CEO pay in relation to company peer group CEO median pay levels.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 5.61 percent of the fees paid to the auditor are for non-audit purposes.</i>				

ConvaTec Group Plc

Meeting Date: 05/16/2024 **Country:** United Kingdom **Ticker:** CTEC
Record Date: 05/14/2024 **Meeting Type:** Annual
Primary Security ID: G23969101

Shares Voted: 16,432

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>				
2	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as no significant concerns have been identified.</i>				
3	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
4	Re-elect John McAdam as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
5	Re-elect Karim Bitar as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
6	Re-elect Jonny Mason as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Re-elect Margaret Ewing as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
8	Re-elect Brian May as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
9	Re-elect Constantin Coussios as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
10	Re-elect Heather Mason as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
11	Re-elect Kim Lody as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
12	Re-elect Sharon O'Keefe as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
13	Reappoint Deloitte LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.9 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
14	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.9 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
15	Approve Amendments to the Long Term Incentive Plan 2016	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted in the absence of any known concerns.</i>				
16	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				
17	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
18	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
19	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				

ConvaTec Group Plc

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

CVS Health Corporation

Meeting Date: 05/16/2024 **Country:** USA **Ticker:** CVS
Record Date: 03/18/2024 **Meeting Type:** Annual
Primary Security ID: 126650100

Shares Voted: 8,731

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Fernando Aguirre	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1b	Elect Director Jeffrey R. Balsler	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1c	Elect Director C. David Brown, II	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1d	Elect Director Alecia A. DeCoudreaux	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1e	Elect Director Nancy-Ann M. DeParle	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1f	Elect Director Roger N. Farah	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1g	Elect Director Anne M. Finucane	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director J. Scott Kirby	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1i	Elect Director Karen S. Lynch	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1j	Elect Director Michael F. Mahoney	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				

CVS Health Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1k	Elect Director Jean-Pierre Millon	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1l	Elect Director Mary L. Schapiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.76 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: After a review of the company's compensation program and practices, a vote FOR this proposal is warranted, as pay is reasonably aligned with performance at this time.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
5	Commission Third Party Assessment on Company's Commitment to Freedom of Association and Collective Bargaining Rights	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. A third-party assessment would help shareholders better evaluate various allegations related to freedom of association and collective bargaining and the company's management of any associated risks.</i>				
6	Adopt Director Election Resignation Bylaw	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the proposal is warranted, as there are no recurring issues regarding failed director elections at the company that would suggest the proposed policy is needed.</i>				
7	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. The company has a policy that limits cash severance to a reasonable basis, absent shareholder approval, and no significant concerns are identified with respect to equity award treatment.</i>				
8	Adopt Policy to Require Director Allocation of Hours Disclosure	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted given that CVS discloses detailed requirements and procedures that directors must follow in order to join another private or public board, and there are no concerns with overboarding at CVS.</i>				

Deutsche Bank AG

Meeting Date: 05/16/2024

Country: Germany

Ticker: DBK

Record Date: 05/10/2024

Meeting Type: Annual

Primary Security ID: D18190898

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
2	Approve Allocation of Income and Dividends of EUR 0.45 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted.</i>				
3.1	Approve Discharge of Management Board Member Christian Sewing for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties. However, concerns are highlighted in regard to new fines in 2023 by US regulators related to deficiencies in the bank's anti-money laundering systems and its KYC controls (a legal obligation for financial institutions to "Know Your Client"), particularly in the years 2015-2017. As such, the discharge of management board members with Deutsche Bank during this period are highlighted. We note that none of the current shareholder-elected supervisory board members were in office during this period. We also note that the discharge of the management and supervisory boards was targeted in 2019 for similar offenses during this time period. Thus, while we highlight concerns regarding the newest fines by US authorities, we nevertheless note the remedial measures and actions that Deutsche Bank has taken since that time, and do not believe that another vote against discharge is warranted at this time. Nevertheless, continued monitoring of the bank's progress in implementing control function improvements, as ordered by regulators, is warranted.</i>				
3.2	Approve Discharge of Management Board Member James von Moltke for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties. However, concerns are highlighted in regard to new fines in 2023 by US regulators related to deficiencies in the bank's anti-money laundering systems and its KYC controls (a legal obligation for financial institutions to "Know Your Client"), particularly in the years 2015-2017. As such, the discharge of management board members with Deutsche Bank during this period are highlighted. We note that none of the current shareholder-elected supervisory board members were in office during this period. We also note that the discharge of the management and supervisory boards was targeted in 2019 for similar offenses during this time period. Thus, while we highlight concerns regarding the newest fines by US authorities, we nevertheless note the remedial measures and actions that Deutsche Bank has taken since that time, and do not believe that another vote against discharge is warranted at this time. Nevertheless, continued monitoring of the bank's progress in implementing control function improvements, as ordered by regulators, is warranted.</i>				
3.3	Approve Discharge of Management Board Member Karl von Rohr (until Oct. 31, 2023) for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties. However, concerns are highlighted in regard to new fines in 2023 by US regulators related to deficiencies in the bank's anti-money laundering systems and its KYC controls (a legal obligation for financial institutions to "Know Your Client"), particularly in the years 2015-2017. As such, the discharge of management board members with Deutsche Bank during this period are highlighted. We note that none of the current shareholder-elected supervisory board members were in office during this period. We also note that the discharge of the management and supervisory boards was targeted in 2019 for similar offenses during this time period. Thus, while we highlight concerns regarding the newest fines by US authorities, we nevertheless note the remedial measures and actions that Deutsche Bank has taken since that time, and do not believe that another vote against discharge is warranted at this time. Nevertheless, continued monitoring of the bank's progress in implementing control function improvements, as ordered by regulators, is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.4	Approve Discharge of Management Board Member Fabrizio Campelli for Fiscal Year 2023	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties. However, concerns are highlighted in regard to new fines in 2023 by US regulators related to deficiencies in the bank's anti-money laundering systems and its KYC controls (a legal obligation for financial institutions to "Know Your Client"), particularly in the years 2015-2017. As such, the discharge of management board members with Deutsche Bank during this period are highlighted. We note that none of the current shareholder-elected supervisory board members were in office during this period. We also note that the discharge of the management and supervisory boards was targeted in 2019 for similar offenses during this time period. Thus, while we highlight concerns regarding the newest fines by US authorities, we nevertheless note the remedial measures and actions that Deutsche Bank has taken since that time, and do not believe that another vote against discharge is warranted at this time. Nevertheless, continued monitoring of the bank's progress in implementing control function improvements, as ordered by regulators, is warranted.</i></p>				
3.5	Approve Discharge of Management Board Member Bernd Leukert for Fiscal Year 2023	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties. However, concerns are highlighted in regard to new fines in 2023 by US regulators related to deficiencies in the bank's anti-money laundering systems and its KYC controls (a legal obligation for financial institutions to "Know Your Client"), particularly in the years 2015-2017. As such, the discharge of management board members with Deutsche Bank during this period are highlighted. We note that none of the current shareholder-elected supervisory board members were in office during this period. We also note that the discharge of the management and supervisory boards was targeted in 2019 for similar offenses during this time period. Thus, while we highlight concerns regarding the newest fines by US authorities, we nevertheless note the remedial measures and actions that Deutsche Bank has taken since that time, and do not believe that another vote against discharge is warranted at this time. Nevertheless, continued monitoring of the bank's progress in implementing control function improvements, as ordered by regulators, is warranted.</i></p>				
3.6	Approve Discharge of Management Board Member Alexander von zur Muehlen for Fiscal Year 2023	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties. However, concerns are highlighted in regard to new fines in 2023 by US regulators related to deficiencies in the bank's anti-money laundering systems and its KYC controls (a legal obligation for financial institutions to "Know Your Client"), particularly in the years 2015-2017. As such, the discharge of management board members with Deutsche Bank during this period are highlighted. We note that none of the current shareholder-elected supervisory board members were in office during this period. We also note that the discharge of the management and supervisory boards was targeted in 2019 for similar offenses during this time period. Thus, while we highlight concerns regarding the newest fines by US authorities, we nevertheless note the remedial measures and actions that Deutsche Bank has taken since that time, and do not believe that another vote against discharge is warranted at this time. Nevertheless, continued monitoring of the bank's progress in implementing control function improvements, as ordered by regulators, is warranted.</i></p>				
3.7	Approve Discharge of Management Board Member Christiana Riley (until May 17, 2023) for Fiscal Year 2023	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties. However, concerns are highlighted in regard to new fines in 2023 by US regulators related to deficiencies in the bank's anti-money laundering systems and its KYC controls (a legal obligation for financial institutions to "Know Your Client"), particularly in the years 2015-2017. As such, the discharge of management board members with Deutsche Bank during this period are highlighted. We note that none of the current shareholder-elected supervisory board members were in office during this period. We also note that the discharge of the management and supervisory boards was targeted in 2019 for similar offenses during this time period. Thus, while we highlight concerns regarding the newest fines by US authorities, we nevertheless note the remedial measures and actions that Deutsche Bank has taken since that time, and do not believe that another vote against discharge is warranted at this time. Nevertheless, continued monitoring of the bank's progress in implementing control function improvements, as ordered by regulators, is warranted.</i></p>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.8	Approve Discharge of Management Board Member Claudio de Sanctis (from July 1, 2023) for Fiscal Year 2023	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties. However, concerns are highlighted in regard to new fines in 2023 by US regulators related to deficiencies in the bank's anti-money laundering systems and its KYC controls (a legal obligation for financial institutions to "Know Your Client"), particularly in the years 2015-2017. As such, the discharge of management board members with Deutsche Bank during this period are highlighted. We note that none of the current shareholder-elected supervisory board members were in office during this period. We also note that the discharge of the management and supervisory boards was targeted in 2019 for similar offenses during this time period. Thus, while we highlight concerns regarding the newest fines by US authorities, we nevertheless note the remedial measures and actions that Deutsche Bank has taken since that time, and do not believe that another vote against discharge is warranted at this time. Nevertheless, continued monitoring of the bank's progress in implementing control function improvements, as ordered by regulators, is warranted.</i></p>				
3.9	Approve Discharge of Management Board Member Rebecca Short for Fiscal Year 2023	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties. However, concerns are highlighted in regard to new fines in 2023 by US regulators related to deficiencies in the bank's anti-money laundering systems and its KYC controls (a legal obligation for financial institutions to "Know Your Client"), particularly in the years 2015-2017. As such, the discharge of management board members with Deutsche Bank during this period are highlighted. We note that none of the current shareholder-elected supervisory board members were in office during this period. We also note that the discharge of the management and supervisory boards was targeted in 2019 for similar offenses during this time period. Thus, while we highlight concerns regarding the newest fines by US authorities, we nevertheless note the remedial measures and actions that Deutsche Bank has taken since that time, and do not believe that another vote against discharge is warranted at this time. Nevertheless, continued monitoring of the bank's progress in implementing control function improvements, as ordered by regulators, is warranted.</i></p>				
3.10	Approve Discharge of Management Board Member Stefan Simon for Fiscal Year 2023	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties. However, concerns are highlighted in regard to new fines in 2023 by US regulators related to deficiencies in the bank's anti-money laundering systems and its KYC controls (a legal obligation for financial institutions to "Know Your Client"), particularly in the years 2015-2017. As such, the discharge of management board members with Deutsche Bank during this period are highlighted. We note that none of the current shareholder-elected supervisory board members were in office during this period. We also note that the discharge of the management and supervisory boards was targeted in 2019 for similar offenses during this time period. Thus, while we highlight concerns regarding the newest fines by US authorities, we nevertheless note the remedial measures and actions that Deutsche Bank has taken since that time, and do not believe that another vote against discharge is warranted at this time. Nevertheless, continued monitoring of the bank's progress in implementing control function improvements, as ordered by regulators, is warranted.</i></p>				
3.11	Approve Discharge of Management Board Member Olivier Vigneron for Fiscal Year 2023	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties. However, concerns are highlighted in regard to new fines in 2023 by US regulators related to deficiencies in the bank's anti-money laundering systems and its KYC controls (a legal obligation for financial institutions to "Know Your Client"), particularly in the years 2015-2017. As such, the discharge of management board members with Deutsche Bank during this period are highlighted. We note that none of the current shareholder-elected supervisory board members were in office during this period. We also note that the discharge of the management and supervisory boards was targeted in 2019 for similar offenses during this time period. Thus, while we highlight concerns regarding the newest fines by US authorities, we nevertheless note the remedial measures and actions that Deutsche Bank has taken since that time, and do not believe that another vote against discharge is warranted at this time. Nevertheless, continued monitoring of the bank's progress in implementing control function improvements, as ordered by regulators, is warranted.</i></p>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.1	Approve Discharge of Supervisory Board Member Alexander Wynaendts for Fiscal Year 2023	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties. However, concerns are highlighted in regard to new fines in 2023 by US regulators related to deficiencies in the bank's anti-money laundering systems and its KYC controls (a legal obligation for financial institutions to "Know Your Client"), particularly in the years 2015-2017. As such, the discharge of management board members with Deutsche Bank during this period are highlighted. We note that none of the current shareholder-elected supervisory board members were in office during this period. We also note that the discharge of the management and supervisory boards was targeted in 2019 for similar offenses during this time period. Thus, while we highlight concerns regarding the newest fines by US authorities, we nevertheless note the remedial measures and actions that Deutsche Bank has taken since that time, and do not believe that another vote against discharge is warranted at this time. Nevertheless, continued monitoring of the bank's progress in implementing control function improvements, as ordered by regulators, is warranted.</i></p>				
4.2	Approve Discharge of Supervisory Board Member Detlef Polaschek (until May 17, 2023) for Fiscal Year 2023	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties. However, concerns are highlighted in regard to new fines in 2023 by US regulators related to deficiencies in the bank's anti-money laundering systems and its KYC controls (a legal obligation for financial institutions to "Know Your Client"), particularly in the years 2015-2017. As such, the discharge of management board members with Deutsche Bank during this period are highlighted. We note that none of the current shareholder-elected supervisory board members were in office during this period. We also note that the discharge of the management and supervisory boards was targeted in 2019 for similar offenses during this time period. Thus, while we highlight concerns regarding the newest fines by US authorities, we nevertheless note the remedial measures and actions that Deutsche Bank has taken since that time, and do not believe that another vote against discharge is warranted at this time. Nevertheless, continued monitoring of the bank's progress in implementing control function improvements, as ordered by regulators, is warranted.</i></p>				
4.3	Approve Discharge of Supervisory Board Member Frank Schulze (from May 17, 2023) for Fiscal Year 2023	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties. However, concerns are highlighted in regard to new fines in 2023 by US regulators related to deficiencies in the bank's anti-money laundering systems and its KYC controls (a legal obligation for financial institutions to "Know Your Client"), particularly in the years 2015-2017. As such, the discharge of management board members with Deutsche Bank during this period are highlighted. We note that none of the current shareholder-elected supervisory board members were in office during this period. We also note that the discharge of the management and supervisory boards was targeted in 2019 for similar offenses during this time period. Thus, while we highlight concerns regarding the newest fines by US authorities, we nevertheless note the remedial measures and actions that Deutsche Bank has taken since that time, and do not believe that another vote against discharge is warranted at this time. Nevertheless, continued monitoring of the bank's progress in implementing control function improvements, as ordered by regulators, is warranted.</i></p>				
4.4	Approve Discharge of Supervisory Board Member Norbert Winkeljohann for Fiscal Year 2023	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties. However, concerns are highlighted in regard to new fines in 2023 by US regulators related to deficiencies in the bank's anti-money laundering systems and its KYC controls (a legal obligation for financial institutions to "Know Your Client"), particularly in the years 2015-2017. As such, the discharge of management board members with Deutsche Bank during this period are highlighted. We note that none of the current shareholder-elected supervisory board members were in office during this period. We also note that the discharge of the management and supervisory boards was targeted in 2019 for similar offenses during this time period. Thus, while we highlight concerns regarding the newest fines by US authorities, we nevertheless note the remedial measures and actions that Deutsche Bank has taken since that time, and do not believe that another vote against discharge is warranted at this time. Nevertheless, continued monitoring of the bank's progress in implementing control function improvements, as ordered by regulators, is warranted.</i></p>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.5	Approve Discharge of Supervisory Board Member Susanne Bleidt (from May 17, 2023) for Fiscal Year 2023	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties. However, concerns are highlighted in regard to new fines in 2023 by US regulators related to deficiencies in the bank's anti-money laundering systems and its KYC controls (a legal obligation for financial institutions to "Know Your Client"), particularly in the years 2015-2017. As such, the discharge of management board members with Deutsche Bank during this period are highlighted. We note that none of the current shareholder-elected supervisory board members were in office during this period. We also note that the discharge of the management and supervisory boards was targeted in 2019 for similar offenses during this time period. Thus, while we highlight concerns regarding the newest fines by US authorities, we nevertheless note the remedial measures and actions that Deutsche Bank has taken since that time, and do not believe that another vote against discharge is warranted at this time. Nevertheless, continued monitoring of the bank's progress in implementing control function improvements, as ordered by regulators, is warranted.</i></p>					
4.6	Approve Discharge of Supervisory Board Member Ludwig Blomeyer-Bartenstein (until May 17, 2023) for Fiscal Year 2023	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties. However, concerns are highlighted in regard to new fines in 2023 by US regulators related to deficiencies in the bank's anti-money laundering systems and its KYC controls (a legal obligation for financial institutions to "Know Your Client"), particularly in the years 2015-2017. As such, the discharge of management board members with Deutsche Bank during this period are highlighted. We note that none of the current shareholder-elected supervisory board members were in office during this period. We also note that the discharge of the management and supervisory boards was targeted in 2019 for similar offenses during this time period. Thus, while we highlight concerns regarding the newest fines by US authorities, we nevertheless note the remedial measures and actions that Deutsche Bank has taken since that time, and do not believe that another vote against discharge is warranted at this time. Nevertheless, continued monitoring of the bank's progress in implementing control function improvements, as ordered by regulators, is warranted.</i></p>					
4.7	Approve Discharge of Supervisory Board Member Mayree Clark for Fiscal Year 2023	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties. However, concerns are highlighted in regard to new fines in 2023 by US regulators related to deficiencies in the bank's anti-money laundering systems and its KYC controls (a legal obligation for financial institutions to "Know Your Client"), particularly in the years 2015-2017. As such, the discharge of management board members with Deutsche Bank during this period are highlighted. We note that none of the current shareholder-elected supervisory board members were in office during this period. We also note that the discharge of the management and supervisory boards was targeted in 2019 for similar offenses during this time period. Thus, while we highlight concerns regarding the newest fines by US authorities, we nevertheless note the remedial measures and actions that Deutsche Bank has taken since that time, and do not believe that another vote against discharge is warranted at this time. Nevertheless, continued monitoring of the bank's progress in implementing control function improvements, as ordered by regulators, is warranted.</i></p>					
4.8	Approve Discharge of Supervisory Board Member Jan Duscheck for Fiscal Year 2023	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties. However, concerns are highlighted in regard to new fines in 2023 by US regulators related to deficiencies in the bank's anti-money laundering systems and its KYC controls (a legal obligation for financial institutions to "Know Your Client"), particularly in the years 2015-2017. As such, the discharge of management board members with Deutsche Bank during this period are highlighted. We note that none of the current shareholder-elected supervisory board members were in office during this period. We also note that the discharge of the management and supervisory boards was targeted in 2019 for similar offenses during this time period. Thus, while we highlight concerns regarding the newest fines by US authorities, we nevertheless note the remedial measures and actions that Deutsche Bank has taken since that time, and do not believe that another vote against discharge is warranted at this time. Nevertheless, continued monitoring of the bank's progress in implementing control function improvements, as ordered by regulators, is warranted.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.9	Approve Discharge of Supervisory Board Member Manja Eifert for Fiscal Year 2023	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties. However, concerns are highlighted in regard to new fines in 2023 by US regulators related to deficiencies in the bank's anti-money laundering systems and its KYC controls (a legal obligation for financial institutions to "Know Your Client"), particularly in the years 2015-2017. As such, the discharge of management board members with Deutsche Bank during this period are highlighted. We note that none of the current shareholder-elected supervisory board members were in office during this period. We also note that the discharge of the management and supervisory boards was targeted in 2019 for similar offenses during this time period. Thus, while we highlight concerns regarding the newest fines by US authorities, we nevertheless note the remedial measures and actions that Deutsche Bank has taken since that time, and do not believe that another vote against discharge is warranted at this time. Nevertheless, continued monitoring of the bank's progress in implementing control function improvements, as ordered by regulators, is warranted.</i></p>					
4.10	Approve Discharge of Supervisory Board Member Claudia Fieber (from May 17, 2023) for Fiscal Year 2023	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties. However, concerns are highlighted in regard to new fines in 2023 by US regulators related to deficiencies in the bank's anti-money laundering systems and its KYC controls (a legal obligation for financial institutions to "Know Your Client"), particularly in the years 2015-2017. As such, the discharge of management board members with Deutsche Bank during this period are highlighted. We note that none of the current shareholder-elected supervisory board members were in office during this period. We also note that the discharge of the management and supervisory boards was targeted in 2019 for similar offenses during this time period. Thus, while we highlight concerns regarding the newest fines by US authorities, we nevertheless note the remedial measures and actions that Deutsche Bank has taken since that time, and do not believe that another vote against discharge is warranted at this time. Nevertheless, continued monitoring of the bank's progress in implementing control function improvements, as ordered by regulators, is warranted.</i></p>					
4.11	Approve Discharge of Supervisory Board Member Sigmar Gabriel Fiscal Year 2023	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties. However, concerns are highlighted in regard to new fines in 2023 by US regulators related to deficiencies in the bank's anti-money laundering systems and its KYC controls (a legal obligation for financial institutions to "Know Your Client"), particularly in the years 2015-2017. As such, the discharge of management board members with Deutsche Bank during this period are highlighted. We note that none of the current shareholder-elected supervisory board members were in office during this period. We also note that the discharge of the management and supervisory boards was targeted in 2019 for similar offenses during this time period. Thus, while we highlight concerns regarding the newest fines by US authorities, we nevertheless note the remedial measures and actions that Deutsche Bank has taken since that time, and do not believe that another vote against discharge is warranted at this time. Nevertheless, continued monitoring of the bank's progress in implementing control function improvements, as ordered by regulators, is warranted.</i></p>					
4.12	Approve Discharge of Supervisory Board Member Timo Heider for Fiscal Year 2023	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties. However, concerns are highlighted in regard to new fines in 2023 by US regulators related to deficiencies in the bank's anti-money laundering systems and its KYC controls (a legal obligation for financial institutions to "Know Your Client"), particularly in the years 2015-2017. As such, the discharge of management board members with Deutsche Bank during this period are highlighted. We note that none of the current shareholder-elected supervisory board members were in office during this period. We also note that the discharge of the management and supervisory boards was targeted in 2019 for similar offenses during this time period. Thus, while we highlight concerns regarding the newest fines by US authorities, we nevertheless note the remedial measures and actions that Deutsche Bank has taken since that time, and do not believe that another vote against discharge is warranted at this time. Nevertheless, continued monitoring of the bank's progress in implementing control function improvements, as ordered by regulators, is warranted.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.13	Approve Discharge of Supervisory Board Member Martina Klee (until May 17, 2023) for Fiscal Year 2023	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties. However, concerns are highlighted in regard to new fines in 2023 by US regulators related to deficiencies in the bank's anti-money laundering systems and its KYC controls (a legal obligation for financial institutions to "Know Your Client"), particularly in the years 2015-2017. As such, the discharge of management board members with Deutsche Bank during this period are highlighted. We note that none of the current shareholder-elected supervisory board members were in office during this period. We also note that the discharge of the management and supervisory boards was targeted in 2019 for similar offenses during this time period. Thus, while we highlight concerns regarding the newest fines by US authorities, we nevertheless note the remedial measures and actions that Deutsche Bank has taken since that time, and do not believe that another vote against discharge is warranted at this time. Nevertheless, continued monitoring of the bank's progress in implementing control function improvements, as ordered by regulators, is warranted.</i></p>				
4.14	Approve Discharge of Supervisory Board Member Birgit Laumen (May 17, 2023 - Jan. 12, 2024) for Fiscal Year 2023	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties. However, concerns are highlighted in regard to new fines in 2023 by US regulators related to deficiencies in the bank's anti-money laundering systems and its KYC controls (a legal obligation for financial institutions to "Know Your Client"), particularly in the years 2015-2017. As such, the discharge of management board members with Deutsche Bank during this period are highlighted. We note that none of the current shareholder-elected supervisory board members were in office during this period. We also note that the discharge of the management and supervisory boards was targeted in 2019 for similar offenses during this time period. Thus, while we highlight concerns regarding the newest fines by US authorities, we nevertheless note the remedial measures and actions that Deutsche Bank has taken since that time, and do not believe that another vote against discharge is warranted at this time. Nevertheless, continued monitoring of the bank's progress in implementing control function improvements, as ordered by regulators, is warranted.</i></p>				
4.15	Approve Discharge of Supervisory Board Member Gabriele Platscher (until May 17, 2023) for Fiscal Year 2023	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties. However, concerns are highlighted in regard to new fines in 2023 by US regulators related to deficiencies in the bank's anti-money laundering systems and its KYC controls (a legal obligation for financial institutions to "Know Your Client"), particularly in the years 2015-2017. As such, the discharge of management board members with Deutsche Bank during this period are highlighted. We note that none of the current shareholder-elected supervisory board members were in office during this period. We also note that the discharge of the management and supervisory boards was targeted in 2019 for similar offenses during this time period. Thus, while we highlight concerns regarding the newest fines by US authorities, we nevertheless note the remedial measures and actions that Deutsche Bank has taken since that time, and do not believe that another vote against discharge is warranted at this time. Nevertheless, continued monitoring of the bank's progress in implementing control function improvements, as ordered by regulators, is warranted.</i></p>				
4.16	Approve Discharge of Supervisory Board Member Bernd Rose (until May 17, 2023) for Fiscal Year 2023	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties. However, concerns are highlighted in regard to new fines in 2023 by US regulators related to deficiencies in the bank's anti-money laundering systems and its KYC controls (a legal obligation for financial institutions to "Know Your Client"), particularly in the years 2015-2017. As such, the discharge of management board members with Deutsche Bank during this period are highlighted. We note that none of the current shareholder-elected supervisory board members were in office during this period. We also note that the discharge of the management and supervisory boards was targeted in 2019 for similar offenses during this time period. Thus, while we highlight concerns regarding the newest fines by US authorities, we nevertheless note the remedial measures and actions that Deutsche Bank has taken since that time, and do not believe that another vote against discharge is warranted at this time. Nevertheless, continued monitoring of the bank's progress in implementing control function improvements, as ordered by regulators, is warranted.</i></p>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.17	Approve Discharge of Supervisory Board Member Gerlinde Siebert (from May 17, 2023) for Fiscal Year 2023	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties. However, concerns are highlighted in regard to new fines in 2023 by US regulators related to deficiencies in the bank's anti-money laundering systems and its KYC controls (a legal obligation for financial institutions to "Know Your Client"), particularly in the years 2015-2017. As such, the discharge of management board members with Deutsche Bank during this period are highlighted. We note that none of the current shareholder-elected supervisory board members were in office during this period. We also note that the discharge of the management and supervisory boards was targeted in 2019 for similar offenses during this time period. Thus, while we highlight concerns regarding the newest fines by US authorities, we nevertheless note the remedial measures and actions that Deutsche Bank has taken since that time, and do not believe that another vote against discharge is warranted at this time. Nevertheless, continued monitoring of the bank's progress in implementing control function improvements, as ordered by regulators, is warranted.</i></p>				
4.18	Approve Discharge of Supervisory Board Member Yngve Slyngstad for Fiscal Year 2023	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties. However, concerns are highlighted in regard to new fines in 2023 by US regulators related to deficiencies in the bank's anti-money laundering systems and its KYC controls (a legal obligation for financial institutions to "Know Your Client"), particularly in the years 2015-2017. As such, the discharge of management board members with Deutsche Bank during this period are highlighted. We note that none of the current shareholder-elected supervisory board members were in office during this period. We also note that the discharge of the management and supervisory boards was targeted in 2019 for similar offenses during this time period. Thus, while we highlight concerns regarding the newest fines by US authorities, we nevertheless note the remedial measures and actions that Deutsche Bank has taken since that time, and do not believe that another vote against discharge is warranted at this time. Nevertheless, continued monitoring of the bank's progress in implementing control function improvements, as ordered by regulators, is warranted.</i></p>				
4.19	Approve Discharge of Supervisory Board Member Stephan Szukalski (from May 17, 2023) for Fiscal Year 2023	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties. However, concerns are highlighted in regard to new fines in 2023 by US regulators related to deficiencies in the bank's anti-money laundering systems and its KYC controls (a legal obligation for financial institutions to "Know Your Client"), particularly in the years 2015-2017. As such, the discharge of management board members with Deutsche Bank during this period are highlighted. We note that none of the current shareholder-elected supervisory board members were in office during this period. We also note that the discharge of the management and supervisory boards was targeted in 2019 for similar offenses during this time period. Thus, while we highlight concerns regarding the newest fines by US authorities, we nevertheless note the remedial measures and actions that Deutsche Bank has taken since that time, and do not believe that another vote against discharge is warranted at this time. Nevertheless, continued monitoring of the bank's progress in implementing control function improvements, as ordered by regulators, is warranted.</i></p>				
4.20	Approve Discharge of Supervisory Board Member John Thain for Fiscal Year 2023	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties. However, concerns are highlighted in regard to new fines in 2023 by US regulators related to deficiencies in the bank's anti-money laundering systems and its KYC controls (a legal obligation for financial institutions to "Know Your Client"), particularly in the years 2015-2017. As such, the discharge of management board members with Deutsche Bank during this period are highlighted. We note that none of the current shareholder-elected supervisory board members were in office during this period. We also note that the discharge of the management and supervisory boards was targeted in 2019 for similar offenses during this time period. Thus, while we highlight concerns regarding the newest fines by US authorities, we nevertheless note the remedial measures and actions that Deutsche Bank has taken since that time, and do not believe that another vote against discharge is warranted at this time. Nevertheless, continued monitoring of the bank's progress in implementing control function improvements, as ordered by regulators, is warranted.</i></p>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.21	Approve Discharge of Supervisory Board Member Juergen Toegel (from May 17, 2023) for Fiscal Year 2023	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties. However, concerns are highlighted in regard to new fines in 2023 by US regulators related to deficiencies in the bank's anti-money laundering systems and its KYC controls (a legal obligation for financial institutions to "Know Your Client"), particularly in the years 2015-2017. As such, the discharge of management board members with Deutsche Bank during this period are highlighted. We note that none of the current shareholder-elected supervisory board members were in office during this period. We also note that the discharge of the management and supervisory boards was targeted in 2019 for similar offenses during this time period. Thus, while we highlight concerns regarding the newest fines by US authorities, we nevertheless note the remedial measures and actions that Deutsche Bank has taken since that time, and do not believe that another vote against discharge is warranted at this time. Nevertheless, continued monitoring of the bank's progress in implementing control function improvements, as ordered by regulators, is warranted.</i></p>				
4.22	Approve Discharge of Supervisory Board Member Michele Trogni for Fiscal Year 2023	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties. However, concerns are highlighted in regard to new fines in 2023 by US regulators related to deficiencies in the bank's anti-money laundering systems and its KYC controls (a legal obligation for financial institutions to "Know Your Client"), particularly in the years 2015-2017. As such, the discharge of management board members with Deutsche Bank during this period are highlighted. We note that none of the current shareholder-elected supervisory board members were in office during this period. We also note that the discharge of the management and supervisory boards was targeted in 2019 for similar offenses during this time period. Thus, while we highlight concerns regarding the newest fines by US authorities, we nevertheless note the remedial measures and actions that Deutsche Bank has taken since that time, and do not believe that another vote against discharge is warranted at this time. Nevertheless, continued monitoring of the bank's progress in implementing control function improvements, as ordered by regulators, is warranted.</i></p>				
4.23	Approve Discharge of Supervisory Board Member Dagmar Valcarcel for Fiscal Year 2023	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties. However, concerns are highlighted in regard to new fines in 2023 by US regulators related to deficiencies in the bank's anti-money laundering systems and its KYC controls (a legal obligation for financial institutions to "Know Your Client"), particularly in the years 2015-2017. As such, the discharge of management board members with Deutsche Bank during this period are highlighted. We note that none of the current shareholder-elected supervisory board members were in office during this period. We also note that the discharge of the management and supervisory boards was targeted in 2019 for similar offenses during this time period. Thus, while we highlight concerns regarding the newest fines by US authorities, we nevertheless note the remedial measures and actions that Deutsche Bank has taken since that time, and do not believe that another vote against discharge is warranted at this time. Nevertheless, continued monitoring of the bank's progress in implementing control function improvements, as ordered by regulators, is warranted.</i></p>				
4.24	Approve Discharge of Supervisory Board Member Stefan Viertel (until May 17, 2023) for Fiscal Year 2023	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties. However, concerns are highlighted in regard to new fines in 2023 by US regulators related to deficiencies in the bank's anti-money laundering systems and its KYC controls (a legal obligation for financial institutions to "Know Your Client"), particularly in the years 2015-2017. As such, the discharge of management board members with Deutsche Bank during this period are highlighted. We note that none of the current shareholder-elected supervisory board members were in office during this period. We also note that the discharge of the management and supervisory boards was targeted in 2019 for similar offenses during this time period. Thus, while we highlight concerns regarding the newest fines by US authorities, we nevertheless note the remedial measures and actions that Deutsche Bank has taken since that time, and do not believe that another vote against discharge is warranted at this time. Nevertheless, continued monitoring of the bank's progress in implementing control function improvements, as ordered by regulators, is warranted.</i></p>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.25	Approve Discharge of Supervisory Board Member Theodor Weimer for Fiscal Year 2023	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties. However, concerns are highlighted in regard to new fines in 2023 by US regulators related to deficiencies in the bank's anti-money laundering systems and its KYC controls (a legal obligation for financial institutions to "Know Your Client"), particularly in the years 2015-2017. As such, the discharge of management board members with Deutsche Bank during this period are highlighted. We note that none of the current shareholder-elected supervisory board members were in office during this period. We also note that the discharge of the management and supervisory boards was targeted in 2019 for similar offenses during this time period. Thus, while we highlight concerns regarding the newest fines by US authorities, we nevertheless note the remedial measures and actions that Deutsche Bank has taken since that time, and do not believe that another vote against discharge is warranted at this time. Nevertheless, continued monitoring of the bank's progress in implementing control function improvements, as ordered by regulators, is warranted.</i></p>					
4.26	Approve Discharge of Supervisory Board Member Frank Werneke (until May 17, 2023) for Fiscal Year 2023	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties. However, concerns are highlighted in regard to new fines in 2023 by US regulators related to deficiencies in the bank's anti-money laundering systems and its KYC controls (a legal obligation for financial institutions to "Know Your Client"), particularly in the years 2015-2017. As such, the discharge of management board members with Deutsche Bank during this period are highlighted. We note that none of the current shareholder-elected supervisory board members were in office during this period. We also note that the discharge of the management and supervisory boards was targeted in 2019 for similar offenses during this time period. Thus, while we highlight concerns regarding the newest fines by US authorities, we nevertheless note the remedial measures and actions that Deutsche Bank has taken since that time, and do not believe that another vote against discharge is warranted at this time. Nevertheless, continued monitoring of the bank's progress in implementing control function improvements, as ordered by regulators, is warranted.</i></p>					
4.27	Approve Discharge of Supervisory Board Member Frank Witter for Fiscal Year 2023	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties. However, concerns are highlighted in regard to new fines in 2023 by US regulators related to deficiencies in the bank's anti-money laundering systems and its KYC controls (a legal obligation for financial institutions to "Know Your Client"), particularly in the years 2015-2017. As such, the discharge of management board members with Deutsche Bank during this period are highlighted. We note that none of the current shareholder-elected supervisory board members were in office during this period. We also note that the discharge of the management and supervisory boards was targeted in 2019 for similar offenses during this time period. Thus, while we highlight concerns regarding the newest fines by US authorities, we nevertheless note the remedial measures and actions that Deutsche Bank has taken since that time, and do not believe that another vote against discharge is warranted at this time. Nevertheless, continued monitoring of the bank's progress in implementing control function improvements, as ordered by regulators, is warranted.</i></p>					
5.1	Ratify EY GmbH & Co. KG as Auditors for Fiscal Year 2024	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR are warranted because there are no concerns regarding these proposals.</i></p>					
5.2	Ratify EY GmbH & Co. KG as Auditor for the Sustainability Reporting for Fiscal Year 2024	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR are warranted because there are no concerns regarding these proposals.</i></p>					

Deutsche Bank AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Approve Remuneration Report	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted because: * The remuneration report is broadly in line with market practice. Moreover, we note that the retrospective disclosure on the LTI scheme is comprehensive and contributes to an understanding of how payouts relate to performance, including the rigor of future target setting. However, support is qualified because this is not without concern: * 2023 pay does not seem fully aligned with the company's relative TSR performance, driven by the LTI design that allows for substantial payout for below median performance. We highlight the company's three-year average TSR performance (11 percent) relative to ISS-selected peers (median 20 percent) ranked 14 out of 15, whereas 25 percent of LTI pays out at-target under the relative TSR metric. * The continued relatively high-level of pension contributions (particularly if compared against average contributions made for employees) are not in line with market best practice. * The multitude of KPIs used under the STI. Although we note the improvement in disclosure compared to last year, the assessment remains descriptive without full disclosure on target setting and according achievement. * We also note the short-term nature of the LTI plan, as performance is measured based on three one-year periods with the most recent year outweighing other years.</i></p>					
7	Approve Remuneration Policy	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted because: * The proposed remuneration policy is broadly in line with market practice and SRD II * The board appears to have addressed a number of previously raised concerns by shareholders, including reducing the number of KPIs and less complexity under the STI, a forward-looking three-year LTI plan, peer median threshold for rTSR, and stepping away from a defined benefit pension plan. However, this is not without some level of concern for: * The disclosure of applicable STI metrics is not sufficiently concrete and leaves substantial flexibility with the board to select KPIs. This concern is mitigated by the company's established practice of providing detailed ex-post disclosure, albeit descriptive; and * Although the company is stepping away from a defined benefit plan, the proposed EUR 650,000 fixed pension contribution for a potential new CEO remains generous and substantially above market practice and the contributions paid for employees.</i></p>					
8	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the proposed share repurchase program is warranted because this is a standard request in Germany.</i></p>					
9	Authorize Use of Financial Derivatives when Repurchasing Shares	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concerns.</i></p>					

Dropbox, Inc.

Meeting Date: 05/16/2024 **Country:** USA **Ticker:** DBX
Record Date: 03/21/2024 **Meeting Type:** Annual
Primary Security ID: 26210C104

Shares Voted: 869

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Donald W. Blair	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Lisa Campbell and Paul Jacobs for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee members Lisa Campbell and Paul Jacobs given the board's failure to remove, or subject to a reasonable sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents, the pop-up classified board, and the multi-class capital structure, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for Andrew Houston as his ownership of the supervoting shares provide him with voting power control of the company. A vote FOR the remaining director nominee(s) is warranted.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director Lisa Campbell	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Lisa Campbell and Paul Jacobs for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee members Lisa Campbell and Paul Jacobs given the board's failure to remove, or subject to a reasonable sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents, the pop-up classified board, and the multi-class capital structure, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for Andrew Houston as his ownership of the supervoting shares provide him with voting power control of the company. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.3	Elect Director Andrew W. Houston	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Lisa Campbell and Paul Jacobs for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee members Lisa Campbell and Paul Jacobs given the board's failure to remove, or subject to a reasonable sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents, the pop-up classified board, and the multi-class capital structure, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for Andrew Houston as his ownership of the supervoting shares provide him with voting power control of the company. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.4	Elect Director Paul E. Jacobs	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Lisa Campbell and Paul Jacobs for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee members Lisa Campbell and Paul Jacobs given the board's failure to remove, or subject to a reasonable sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents, the pop-up classified board, and the multi-class capital structure, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for Andrew Houston as his ownership of the supervoting shares provide him with voting power control of the company. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.5	Elect Director Sara Mathew	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Lisa Campbell and Paul Jacobs for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee members Lisa Campbell and Paul Jacobs given the board's failure to remove, or subject to a reasonable sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents, the pop-up classified board, and the multi-class capital structure, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for Andrew Houston as his ownership of the supervoting shares provide him with voting power control of the company. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.6	Elect Director Andrew Moore	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Lisa Campbell and Paul Jacobs for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee members Lisa Campbell and Paul Jacobs given the board's failure to remove, or subject to a reasonable sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents, the pop-up classified board, and the multi-class capital structure, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for Andrew Houston as his ownership of the supervoting shares provide him with voting power control of the company. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.7	Elect Director Abhay Parasnis	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Lisa Campbell and Paul Jacobs for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee members Lisa Campbell and Paul Jacobs given the board's failure to remove, or subject to a reasonable sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents, the pop-up classified board, and the multi-class capital structure, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for Andrew Houston as his ownership of the supervoting shares provide him with voting power control of the company. A vote FOR the remaining director nominee(s) is warranted.</i>				

Dropbox, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.8	Elect Director Karen Peacock	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Lisa Campbell and Paul Jacobs for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee members Lisa Campbell and Paul Jacobs given the board's failure to remove, or subject to a reasonable sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents, the pop-up classified board, and the multi-class capital structure, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for Andrew Houston as his ownership of the supervoting shares provide him with voting power control of the company. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.9	Elect Director Michael Seibel	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Lisa Campbell and Paul Jacobs for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee members Lisa Campbell and Paul Jacobs given the board's failure to remove, or subject to a reasonable sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents, the pop-up classified board, and the multi-class capital structure, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for Andrew Houston as his ownership of the supervoting shares provide him with voting power control of the company. A vote FOR the remaining director nominee(s) is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 4.36 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				

Fresenius Medical Care AG

Meeting Date: 05/16/2024

Country: Germany

Ticker: FME

Record Date: 04/24/2024

Meeting Type: Annual

Primary Security ID: D2734Z107

Shares Voted: 1,255

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
2	Approve Allocation of Income and Dividends of EUR 1.19 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i>				

Fresenius Medical Care AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Discharge of Former Personally Liable Partner Fresenius Medical Care Management AG for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the governing bodies of the company have not fulfilled their fiduciary duties in the year under review. However, some shareholders may wish to vote against the discharge on a precautionary basis in light of the ongoing investigations by the US government regarding accusations of fraud.</i>				
4	Approve Discharge of Management Board of Fresenius Medical Care AG for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the governing bodies of the company have not fulfilled their fiduciary duties in the year under review. However, some shareholders may wish to vote against the discharge on a precautionary basis in light of the ongoing investigations by the US government regarding accusations of fraud.</i>				
5	Approve Discharge of Supervisory Board of Fresenius Medical Care AG & Co. KGaA for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the governing bodies of the company have not fulfilled their fiduciary duties in the year under review. However, some shareholders may wish to vote against the discharge on a precautionary basis in light of the ongoing investigations by the US government regarding accusations of fraud.</i>				
6	Approve Discharge of Supervisory Board of Fresenius Medical Care AG for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the governing bodies of the company have not fulfilled their fiduciary duties in the year under review. However, some shareholders may wish to vote against the discharge on a precautionary basis in light of the ongoing investigations by the US government regarding accusations of fraud.</i>				
7	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2024, Auditors of Sustainability Reporting for Fiscal Year 2024 and for the Review of Interim Financial Statements for the First Half of Fiscal Year 2024	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
8	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the company's remuneration practices are broadly in line with best practice standards in Germany, and pay and performance appear reasonably aligned at this time. However, it is not without some concern: * The level of recognized pension contributions for one executive are at a high level relative to the respective base salary.</i>				
9	Approve Remuneration Policy for the Management Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed remuneration policy is broadly in line with market practice and SRD II, though it is not without concerns: * Pension contributions remain at a relatively high level in the context of market practice.</i>				

Fresenius Medical Care AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10	Approve Remuneration Policy for the Supervisory Board	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the remuneration policy for supervisory board members is warranted because it is in line with market practice and no significant concerns are noted.</i>					
11	Amend Articles Re: Proof of Entitlement	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the proposed article amendment is warranted because it reflects amendments in line with new German statutory requirements.</i>					

Global Unichip Corp.

Meeting Date: 05/16/2024 **Country:** Taiwan **Ticker:** 3443
Record Date: 03/15/2024 **Meeting Type:** Annual
Primary Security ID: Y2724H114

Shares Voted: 1,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Business Report and Financial Statements	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for this routine resolution because no concerns have been identified.</i>					
2	Approve Profit Distribution	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because the proposed payout is considered reasonable.</i>					

H&E Equipment Services, Inc.

Meeting Date: 05/16/2024 **Country:** USA **Ticker:** HEES
Record Date: 03/26/2024 **Meeting Type:** Annual
Primary Security ID: 404030108

Shares Voted: 909

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director John M. Engquist	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Bruce Bruckmann, Lawrence Karlson, Jacob Thomas and Mary Patricia Thompson (Mary Pat) for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>					
1.2	Elect Director Bradley W. Barber	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Bruce Bruckmann, Lawrence Karlson, Jacob Thomas and Mary Patricia Thompson (Mary Pat) for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>					

H&E Equipment Services, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Director Paul N. Arnold	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Bruce Bruckmann, Lawrence Karlson, Jacob Thomas and Mary Patricia Thompson (Mary Pat) for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.4	Elect Director Gary W. Bagley	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Bruce Bruckmann, Lawrence Karlson, Jacob Thomas and Mary Patricia Thompson (Mary Pat) for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.5	Elect Director Bruce C. Bruckmann	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Bruce Bruckmann, Lawrence Karlson, Jacob Thomas and Mary Patricia Thompson (Mary Pat) for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.6	Elect Director Patrick L. Edsell	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Bruce Bruckmann, Lawrence Karlson, Jacob Thomas and Mary Patricia Thompson (Mary Pat) for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.7	Elect Director Thomas J. Galligan, III	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Bruce Bruckmann, Lawrence Karlson, Jacob Thomas and Mary Patricia Thompson (Mary Pat) for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.8	Elect Director Lawrence C. Karlson	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Bruce Bruckmann, Lawrence Karlson, Jacob Thomas and Mary Patricia Thompson (Mary Pat) for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.9	Elect Director Jacob Thomas	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Bruce Bruckmann, Lawrence Karlson, Jacob Thomas and Mary Patricia Thompson (Mary Pat) for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.10	Elect Director Mary P. Thompson	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Bruce Bruckmann, Lawrence Karlson, Jacob Thomas and Mary Patricia Thompson (Mary Pat) for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.11	Elect Director Suzanne H. Wood	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Bruce Bruckmann, Lawrence Karlson, Jacob Thomas and Mary Patricia Thompson (Mary Pat) for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
2	Ratify BDO USA, P.C. as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; and * The company maintains an auto-accelerated equity vesting change-in-control provision.</i>				

H&E Equipment Services, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Amend Omnibus Stock Plan	Mgmt	For	For	For

Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.

Hasbro, Inc.

Meeting Date: 05/16/2024 **Country:** USA **Ticker:** HAS
Record Date: 03/20/2024 **Meeting Type:** Annual
Primary Security ID: 418056107

Shares Voted: 1,573

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Hope F. Cochran	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard Stoddart, Lisa Gersh, Laurel Richie and Mary Elizabeth West (Mary Beth) is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Christian P. Cocks	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard Stoddart, Lisa Gersh, Laurel Richie and Mary Elizabeth West (Mary Beth) is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Lisa Gersh	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard Stoddart, Lisa Gersh, Laurel Richie and Mary Elizabeth West (Mary Beth) is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Frank D. Gibeau	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard Stoddart, Lisa Gersh, Laurel Richie and Mary Elizabeth West (Mary Beth) is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Elizabeth Hamren	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard Stoddart, Lisa Gersh, Laurel Richie and Mary Elizabeth West (Mary Beth) is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Darin S. Harris	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard Stoddart, Lisa Gersh, Laurel Richie and Mary Elizabeth West (Mary Beth) is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Blake J. Jorgensen	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard Stoddart, Lisa Gersh, Laurel Richie and Mary Elizabeth West (Mary Beth) is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Owen Mahoney	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard Stoddart, Lisa Gersh, Laurel Richie and Mary Elizabeth West (Mary Beth) is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Hasbro, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.9	Elect Director Laurel J. Richie	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard Stoddart, Lisa Gersh, Laurel Richie and Mary Elizabeth West (Mary Beth) is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.10	Elect Director Richard S. Stoddart	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard Stoddart, Lisa Gersh, Laurel Richie and Mary Elizabeth West (Mary Beth) is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.11	Elect Director Mary Beth West	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard Stoddart, Lisa Gersh, Laurel Richie and Mary Elizabeth West (Mary Beth) is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, though some concerns exist in the STI plan regarding the individual performance assessment which appears to be relatively subjective. Nevertheless, the annual incentives are primarily based on preset financial goals, and half of the equity awards are performance-based and measured over a multi-year performance period.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 17.21 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				

Herc Holdings Inc.

Meeting Date: 05/16/2024 **Country:** USA **Ticker:** HRI
Record Date: 03/18/2024 **Meeting Type:** Annual
Primary Security ID: 42704L104

Shares Voted: 393

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Patrick D. Campbell	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Patrick Campbell, Jean Holley and Michael Kelly is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Lawrence H. Silber	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Patrick Campbell, Jean Holley and Michael Kelly is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director James H. Browning	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Patrick Campbell, Jean Holley and Michael Kelly is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Herc Holdings Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1d	Elect Director Shari L. Burgess	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Patrick Campbell, Jean Holley and Michael Kelly is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Lorin Crenshaw	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Patrick Campbell, Jean Holley and Michael Kelly is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Jean K. Holley	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Patrick Campbell, Jean Holley and Michael Kelly is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Michael A. Kelly	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Patrick Campbell, Jean Holley and Michael Kelly is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Rakesh Sachdev	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Patrick Campbell, Jean Holley and Michael Kelly is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.58 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Illumina, Inc.

Meeting Date: 05/16/2024 **Country:** USA **Ticker:** ILMN
Record Date: 03/22/2024 **Meeting Type:** Annual
Primary Security ID: 452327109

Shares Voted: 1,670

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1A	Elect Director Frances Arnold	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Frances Arnold, Robert Epstein, Scott Gottlieb and Philip Schiller is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1B	Elect Director Caroline D. Dorsa	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Frances Arnold, Robert Epstein, Scott Gottlieb and Philip Schiller is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1C	Elect Director Robert S. Epstein	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Frances Arnold, Robert Epstein, Scott Gottlieb and Philip Schiller is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1D	Elect Director Scott Gottlieb	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Frances Arnold, Robert Epstein, Scott Gottlieb and Philip Schiller is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1E	Elect Director Gary S. Guthart	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Frances Arnold, Robert Epstein, Scott Gottlieb and Philip Schiller is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1F	Elect Director Stephen P. MacMillan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Frances Arnold, Robert Epstein, Scott Gottlieb and Philip Schiller is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1G	Elect Director Anna Richo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Frances Arnold, Robert Epstein, Scott Gottlieb and Philip Schiller is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1H	Elect Director Philip W. Schiller	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Frances Arnold, Robert Epstein, Scott Gottlieb and Philip Schiller is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1I	Elect Director Susan E. Siegel	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Frances Arnold, Robert Epstein, Scott Gottlieb and Philip Schiller is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1J	Elect Director Jacob Thaysen	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Frances Arnold, Robert Epstein, Scott Gottlieb and Philip Schiller is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1K	Elect Director Scott B. Ullem	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Frances Arnold, Robert Epstein, Scott Gottlieb and Philip Schiller is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. The compensation committee demonstrated sufficient responsiveness to last year's failed say-on-pay vote. In addition, the new CEO's one-time awards were relatively modest in FY23, consisting mostly of make-whole awards, with equity grants predominantly tied to performance conditions. Further, although some concern exists regarding goal rigor under the annual and long-term incentive programs, bonuses were entirely based on objective financial measures, annual LTI awards were half performance-based, and the committee made improvements to the LTI program for FY24.</i>				

Kingdee International Software Group Company Limited

Meeting Date: 05/16/2024

Country: Cayman Islands

Ticker: 268

Record Date: 05/08/2024

Meeting Type: Annual

Primary Security ID: G52568147

Shares Voted: 202,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR this resolution is warranted.</i>				
2A	Elect Lin Bo as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the election of all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>				
2B	Elect Gary Clark Biddle as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the election of all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>				
2C	Elect Katherine Rong Xin as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the election of all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>				
3	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: Director fees at Hong Kong-listed companies are usually reasonable. In the absence of known concerns over director remuneration at the company, a vote FOR this proposal is warranted.</i>				
4	Approve of PricewaterhouseCoopers as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the audit firm, its remuneration, and the way the audit was conducted.</i>				
5A	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted for the following: * The share issuance limit is 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has specified a discount limit which is 10 percent for issuance for cash and non-cash consideration.</i>				
5B	Authorize Repurchase of Issued Share Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted given the absence of any known issues concerning the proposed share repurchase.</i>				
6	Adopt New Amended and Restated Articles of Association	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that the proposed amendments are mainly intended to reflect the company's current circumstances and are made on the basis of the relevant rules and regulations governing the company.</i>				

Lennox International Inc.

Meeting Date: 05/16/2024

Country: USA

Ticker: LII

Record Date: 03/25/2024

Meeting Type: Annual

Primary Security ID: 526107107

Shares Voted: 333

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Sherry L. Buck	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominees Todd Teske, Sherry Buck, and Gregory Swienton is warranted for lack of diversity on the board.</i>				
1.2	Elect Director Gregory T. Swienton	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominees Todd Teske, Sherry Buck, and Gregory Swienton is warranted for lack of diversity on the board.</i>				
1.3	Elect Director Todd J. Teske	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominees Todd Teske, Sherry Buck, and Gregory Swienton is warranted for lack of diversity on the board.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				

Lloyds Banking Group Plc

Meeting Date: 05/16/2024

Country: United Kingdom

Ticker: LLOY

Record Date: 05/14/2024

Meeting Type: Annual

Primary Security ID: G5533W248

Shares Voted: 2,680,436

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>				
2	Re-elect Sir Robin Budenberg as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
3	Re-elect Charlie Nunn as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				

Lloyds Banking Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Re-elect William Chalmers as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
5	Re-elect Sarah Legg as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
6	Re-elect Amanda Mackenzie as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
7	Re-elect Harmeen Mehta as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
8	Re-elect Cathy Turner as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
9	Re-elect Scott Wheway as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
10	Re-elect Catherine Woods as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
11	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted in absence of significant concerns.</i>				
12	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
13	Reappoint Deloitte LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as no significant concerns have been identified.</i>				
14	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.8 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
15	Approve Variable Component of Remuneration for Material Risk Takers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted in absence of significant concerns. The proposal relates to the pay of Material Risk Takers, which excludes Executive Directors whose variable opportunity remain subject to the limits set in the remuneration policy approved by shareholders.</i>				
16	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				
17	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				

Lloyds Banking Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
18	Authorise Issue of Equity in Relation to the Issue of Regulatory Capital Convertible Instruments	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted, although this is not without concern for shareholders: * If the Company were to issue Regulatory Capital Convertible Instruments and a trigger event were to occur, causing them to convert into ordinary shares, this would result in significant dilution to non-participating shareholders. The main reasons for support are: * Such authorities are common proposals at UK banks and are intended to apply in extreme circumstances only; and * The conversion into ordinary shares would require the CET1 ratio to fall to a level which would denote significant capital weakness well beyond the Company's current position and minimum regulatory requirements.</i>				
19	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
20	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
21	Authorise Issue of Equity without Pre-emptive Rights in Relation to the Issue of Regulatory Capital Convertible Instruments	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted, although this is not without concern for shareholders: * If the Company were to issue Regulatory Capital Convertible Instruments and a trigger event were to occur, causing them to convert into ordinary shares, this would result in significant dilution to non-participating shareholders. The main reasons for support are: * Such authorities are common proposals at UK banks and are intended to apply in extreme circumstances only; and * The conversion into ordinary shares would require the CET1 ratio to fall to a level which would denote significant capital weakness well beyond the Company's current position and minimum regulatory requirements.</i>				
22	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				
23	Authorise Market Purchase of Preference Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is considered warranted, as no material concerns have been identified.</i>				
24	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>				

Marsh & McLennan Companies, Inc.

Meeting Date: 05/16/2024

Country: USA

Ticker: MMC

Record Date: 03/18/2024

Meeting Type: Annual

Primary Security ID: 571748102

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Anthony K. Anderson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members H. Edward Hanway, Deborah Hopkins, Steven Mills and Morton Schapiro is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1b	Elect Director John Q. Doyle	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members H. Edward Hanway, Deborah Hopkins, Steven Mills and Morton Schapiro is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1c	Elect Director Oscar Fanjul	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members H. Edward Hanway, Deborah Hopkins, Steven Mills and Morton Schapiro is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1d	Elect Director H. Edward Hanway	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members H. Edward Hanway, Deborah Hopkins, Steven Mills and Morton Schapiro is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1e	Elect Director Judith Hartmann	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members H. Edward Hanway, Deborah Hopkins, Steven Mills and Morton Schapiro is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1f	Elect Director Deborah C. Hopkins	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members H. Edward Hanway, Deborah Hopkins, Steven Mills and Morton Schapiro is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1g	Elect Director Tamara Ingram	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members H. Edward Hanway, Deborah Hopkins, Steven Mills and Morton Schapiro is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1h	Elect Director Jane H. Lute	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members H. Edward Hanway, Deborah Hopkins, Steven Mills and Morton Schapiro is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1i	Elect Director Steven A. Mills	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members H. Edward Hanway, Deborah Hopkins, Steven Mills and Morton Schapiro is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1j	Elect Director Morton O. Schapiro	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members H. Edward Hanway, Deborah Hopkins, Steven Mills and Morton Schapiro is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				

Marsh & McLennan Companies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1k	Elect Director Lloyd M. Yates	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members H. Edward Hanway, Deborah Hopkins, Steven Mills and Morton Schapiro is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. The committee demonstrated adequate responsiveness following last year's low say-on-pay vote result. Certain disclosure under the STI program could be improved. However, the STI program is predominantly based on quantified objective goals that require year-over-year growth. Additionally, half of LTI awards vest based on clearly-disclosed multi-year goals and a target which requires growth. Lastly, pay and performance are reasonably aligned for the year in review.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.20 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Provide Right to Act by Written Consent	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that the ability to act by written consent would enhance shareholder rights.</i>				

Martin Marietta Materials, Inc.

Meeting Date: 05/16/2024

Country: USA

Ticker: MLM

Record Date: 03/07/2024

Meeting Type: Annual

Primary Security ID: 573284106

Shares Voted: 933

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Dorothy M. Ables	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Dorothy Ables, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Sue W. Cole	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Dorothy Ables, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Anthony R. Foxx	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Dorothy Ables, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director John J. Koraleski	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Dorothy Ables, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				

Martin Marietta Materials, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.5	Elect Director Mary T. Mack	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Dorothy Ables, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director C. Howard Nye	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Dorothy Ables, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Laree E. Perez	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Dorothy Ables, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Thomas H. Pike	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Dorothy Ables, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director Donald W. Slager	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Dorothy Ables, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1.10	Elect Director David C. Wajsgas	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Dorothy Ables, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * A majority of equity awards to the CEO are not tied to performance-contingent pay elements; * Excessive differentials between CEO pay and the pay of other named executive officers at the firm; and * High CEO pay in relation to company peer group CEO median pay levels.</i>				

Next Plc

Meeting Date: 05/16/2024

Country: United Kingdom

Ticker: NXT

Record Date: 05/14/2024

Meeting Type: Annual

Primary Security ID: G6500M106

Shares Voted: 3,356

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

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>				
2	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as no significant concerns have been identified.</i>				
3	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
4	Elect Venetia Butterfield as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael (Mike) Roney, Jonathan Bewes, Soumen Das, Thomas (Tom) Hall, and Dame Tristia Harrison is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
5	Elect Amy Stirling as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael (Mike) Roney, Jonathan Bewes, Soumen Das, Thomas (Tom) Hall, and Dame Tristia Harrison is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
6	Re-elect Jonathan Bewes as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael (Mike) Roney, Jonathan Bewes, Soumen Das, Thomas (Tom) Hall, and Dame Tristia Harrison is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
7	Re-elect Soumen Das as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael (Mike) Roney, Jonathan Bewes, Soumen Das, Thomas (Tom) Hall, and Dame Tristia Harrison is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
8	Re-elect Tom Hall as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael (Mike) Roney, Jonathan Bewes, Soumen Das, Thomas (Tom) Hall, and Dame Tristia Harrison is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
9	Re-elect Dame Tristia Harrison as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael (Mike) Roney, Jonathan Bewes, Soumen Das, Thomas (Tom) Hall, and Dame Tristia Harrison is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
10	Re-elect Amanda James as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael (Mike) Roney, Jonathan Bewes, Soumen Das, Thomas (Tom) Hall, and Dame Tristia Harrison is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
11	Re-elect Richard Papp as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael (Mike) Roney, Jonathan Bewes, Soumen Das, Thomas (Tom) Hall, and Dame Tristia Harrison is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
12	Re-elect Michael Roney as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael (Mike) Roney, Jonathan Bewes, Soumen Das, Thomas (Tom) Hall, and Dame Tristia Harrison is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
13	Re-elect Jane Shields as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael (Mike) Roney, Jonathan Bewes, Soumen Das, Thomas (Tom) Hall, and Dame Tristia Harrison is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
14	Re-elect Jeremy Stakol as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael (Mike) Roney, Jonathan Bewes, Soumen Das, Thomas (Tom) Hall, and Dame Tristia Harrison is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
15	Re-elect Lord Wolfson as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael (Mike) Roney, Jonathan Bewes, Soumen Das, Thomas (Tom) Hall, and Dame Tristia Harrison is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
16	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as no significant concerns have been identified.</i>				
17	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 11.4 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
18	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
19	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
20	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
21	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				
22	Authorise Off-Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted, although it is not without concern: * The use of contingent purchase contracts could tie the Company into buying back shares at unattractive prices if the market price falls after each contract has been agreed. The main reasons for support are: * Certain protections have been built into the mechanism which limit the downside risk for the Company in the event of a share price fall; and * This authority is a continuation of NEXT's previous practice and is intended to provide it with flexibility to purchase shares.</i>				
23	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>				

ON Semiconductor Corporation

Meeting Date: 05/16/2024

Country: USA

Ticker: ON

Record Date: 03/19/2024

Meeting Type: Annual

Primary Security ID: 682189105

Shares Voted: 1,860

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Atsushi Abe	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alan Campbell, Susan Carter, Thomas (Tom) Deitrich, and Paul Mascarenas is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Alan Campbell	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alan Campbell, Susan Carter, Thomas (Tom) Deitrich, and Paul Mascarenas is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Susan K. Carter	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alan Campbell, Susan Carter, Thomas (Tom) Deitrich, and Paul Mascarenas is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Thomas L. Deitrich	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alan Campbell, Susan Carter, Thomas (Tom) Deitrich, and Paul Mascarenas is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Hassane El-Khoury	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alan Campbell, Susan Carter, Thomas (Tom) Deitrich, and Paul Mascarenas is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Bruce E. Kiddoo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alan Campbell, Susan Carter, Thomas (Tom) Deitrich, and Paul Mascarenas is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Christina Lampe-Onnerud	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alan Campbell, Susan Carter, Thomas (Tom) Deitrich, and Paul Mascarenas is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Paul A. Mascarenas	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alan Campbell, Susan Carter, Thomas (Tom) Deitrich, and Paul Mascarenas is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Gregory L. Waters	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alan Campbell, Susan Carter, Thomas (Tom) Deitrich, and Paul Mascarenas is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

ON Semiconductor Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1j	Elect Director Christine Y. Yan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alan Campbell, Susan Carter, Thomas (Tom) Deitrich, and Paul Mascarenas is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 4.92 percent of the fees paid to the auditor are for non-audit purposes.</i>				

O'Reilly Automotive, Inc.

Meeting Date: 05/16/2024 **Country:** USA **Ticker:** ORLY
Record Date: 03/07/2024 **Meeting Type:** Annual
Primary Security ID: 67103H107

Shares Voted: 909

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Greg Henslee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas (Tom) Hendrickson, Dana Perlman, Maria Sastre, and Fred Whitfield is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted at this time.</i>				
1b	Elect Director David O'Reilly	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas (Tom) Hendrickson, Dana Perlman, Maria Sastre, and Fred Whitfield is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted at this time.</i>				
1c	Elect Director Larry O'Reilly	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas (Tom) Hendrickson, Dana Perlman, Maria Sastre, and Fred Whitfield is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted at this time.</i>				
1d	Elect Director Gregory D. Johnson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas (Tom) Hendrickson, Dana Perlman, Maria Sastre, and Fred Whitfield is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted at this time.</i>				
1e	Elect Director Thomas T. Hendrickson	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas (Tom) Hendrickson, Dana Perlman, Maria Sastre, and Fred Whitfield is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted at this time.</i>				
1f	Elect Director John R. Murphy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas (Tom) Hendrickson, Dana Perlman, Maria Sastre, and Fred Whitfield is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted at this time.</i>				

O'Reilly Automotive, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1g	Elect Director Dana M. Perlman	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas (Tom) Hendrickson, Dana Perlman, Maria Sastre, and Fred Whitfield is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted at this time.</i>				
1h	Elect Director Maria A. Sastre	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas (Tom) Hendrickson, Dana Perlman, Maria Sastre, and Fred Whitfield is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted at this time.</i>				
1i	Elect Director Andrea M. Weiss	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas (Tom) Hendrickson, Dana Perlman, Maria Sastre, and Fred Whitfield is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted at this time.</i>				
1j	Elect Director Fred Whitfield	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas (Tom) Hendrickson, Dana Perlman, Maria Sastre, and Fred Whitfield is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted at this time.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; and * The company maintains an auto-accelerated equity vesting change-in-control provision.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 22.40 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Require Independent Board Chair	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the importance of having an independent chairman of the board.</i>				

Otis Worldwide Corporation

Meeting Date: 05/16/2024 **Country:** USA **Ticker:** OTIS
Record Date: 03/18/2024 **Meeting Type:** Annual
Primary Security ID: 68902V107

Shares Voted: 4,201

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Thomas A. Bartlett	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1b	Elect Director Jeffrey H. Black	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				

Otis Worldwide Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1c	Elect Director Jill C. Brannon	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1d	Elect Director Nelda J. Connors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1e	Elect Director Kathy Hopinkah Hannan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1f	Elect Director Shailesh G. Jejurikar	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1g	Elect Director Christopher J. Kearney	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director Judith F. Marks	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1i	Elect Director Margaret M. V. Preston	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1j	Elect Director Shelley Stewart, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1k	Elect Director John H. Walker	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance were reasonably aligned. A concern is noted regarding mid-flight adjustments to closing-cycle PSUs. However, the short-term incentive was primarily based on pre-set financial metrics, and the long-term incentive was half performance-conditioned with a multi-year measurement period.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 12.04 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Adopt Policy on Improved Majority Voting for Election of Directors	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the proposal is warranted, as there are no recurring issues regarding failed director elections at the company that would suggest the proposed policy is needed.</i>				

Quest Diagnostics Incorporated

Meeting Date: 05/16/2024

Country: USA

Ticker: DGX

Record Date: 03/18/2024

Meeting Type: Annual

Primary Security ID: 74834L100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director James E. Davis	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Timothy Ring, Vicky Gregg, Timothy (Tim) Main, Denise Morrison and Gary Pfeiffer is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.2	Elect Director Luis A. Diaz, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Timothy Ring, Vicky Gregg, Timothy (Tim) Main, Denise Morrison and Gary Pfeiffer is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.3	Elect Director Tracey C. Doi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Timothy Ring, Vicky Gregg, Timothy (Tim) Main, Denise Morrison and Gary Pfeiffer is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.4	Elect Director Vicky B. Gregg	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Timothy Ring, Vicky Gregg, Timothy (Tim) Main, Denise Morrison and Gary Pfeiffer is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.5	Elect Director Wright L. Lassiter, III	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Timothy Ring, Vicky Gregg, Timothy (Tim) Main, Denise Morrison and Gary Pfeiffer is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.6	Elect Director Timothy L. Main	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Timothy Ring, Vicky Gregg, Timothy (Tim) Main, Denise Morrison and Gary Pfeiffer is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.7	Elect Director Denise M. Morrison	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Timothy Ring, Vicky Gregg, Timothy (Tim) Main, Denise Morrison and Gary Pfeiffer is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.8	Elect Director Gary M. Pfeiffer	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Timothy Ring, Vicky Gregg, Timothy (Tim) Main, Denise Morrison and Gary Pfeiffer is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.9	Elect Director Timothy M. Ring	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Timothy Ring, Vicky Gregg, Timothy (Tim) Main, Denise Morrison and Gary Pfeiffer is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * A majority of equity awards to the CEO are not tied to performance-contingent pay elements; * Excessive differentials between CEO pay and the pay of other named executive officers at the firm.</i>				

Quest Diagnostics Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 9.04 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
4	Amend Certificate of Incorporation to Provide for the Exculpation of Officers	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by the DGCL is considered to reasonably balance shareholders' interest in officer accountability with their interest in the company's ability to attract and retain qualified executives.</i></p>					
5	Adopt Near and Long-Term Science-Based GHG Emissions Reduction Targets Aligned with Paris Agreement Goal	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, as many companies have set or committed to science-based targets and this proposal may help the company prepare for climate-disclosure regulations. Additionally, setting short-, medium-, and long-term science-based GHG targets would benefit shareholders by providing important information on the company's plans to transition to a low carbon economy.</i></p>					

Repligen Corporation

Meeting Date: 05/16/2024 **Country:** USA **Ticker:** RGEN
Record Date: 03/18/2024 **Meeting Type:** Annual
Primary Security ID: 759916109

Shares Voted: 523

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Tony J. Hunt	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Karen Dawes, Nicolas Barthelemy, Konstantin Konstantinov and Martin Madaus is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1b	Elect Director Karen A. Dawes	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Karen Dawes, Nicolas Barthelemy, Konstantin Konstantinov and Martin Madaus is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1c	Elect Director Nicolas M. Barthelemy	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Karen Dawes, Nicolas Barthelemy, Konstantin Konstantinov and Martin Madaus is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1d	Elect Director Carrie Eglinton Manner	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Karen Dawes, Nicolas Barthelemy, Konstantin Konstantinov and Martin Madaus is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					

Repligen Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1e	Elect Director Konstantin Konstantinov	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Karen Dawes, Nicolas Barthelemy, Konstantin Konstantinov and Martin Madaus is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1f	Elect Director Martin D. Madaus	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Karen Dawes, Nicolas Barthelemy, Konstantin Konstantinov and Martin Madaus is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1g	Elect Director Rohin Mhatre	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Karen Dawes, Nicolas Barthelemy, Konstantin Konstantinov and Martin Madaus is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1h	Elect Director Glenn P. Muir	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Karen Dawes, Nicolas Barthelemy, Konstantin Konstantinov and Martin Madaus is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1i	Elect Director Margaret A. Pax	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Karen Dawes, Nicolas Barthelemy, Konstantin Konstantinov and Martin Madaus is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST the ratification of the company's auditor is warranted given that non-audit fees represent 25.86 percent of the total fees received by the auditor during the fiscal year, raising substantial doubts over the independence of the auditor.</i></p>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i></p>					

Sangfor Technologies, Inc.

Meeting Date: 05/16/2024

Country: China

Ticker: 300454

Record Date: 05/09/2024

Meeting Type: Annual

Primary Security ID: Y7496N108

Shares Voted: 3,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Annual Report and Summary	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is merited for Items 1-3 because no concerns have been identified. A vote AGAINST is warranted for Item 4 because the FY 2024 Financial Budget Report has not been disclosed as of the date of the analysis.</i></p>					

Sangfor Technologies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Report of the Board of Directors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for Items 1-3 because no concerns have been identified. A vote AGAINST is warranted for Item 4 because the FY 2024 Financial Budget Report has not been disclosed as of the date of the analysis.</i>					
3	Approve Report of the Board of Supervisors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for Items 1-3 because no concerns have been identified. A vote AGAINST is warranted for Item 4 because the FY 2024 Financial Budget Report has not been disclosed as of the date of the analysis.</i>					
4	Approve Financial Statements and Financial Budget Report	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote FOR is merited for Items 1-3 because no concerns have been identified. A vote AGAINST is warranted for Item 4 because the FY 2024 Financial Budget Report has not been disclosed as of the date of the analysis.</i>					
5	Approve Profit Distribution	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because the proposed dividend payout is considered reasonable.</i>					
6	Approve Use of Idle Own Funds for Cash Management	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted because the proposed investment could expose the company to unnecessary risks.</i>					
7	Approve Remuneration (Allowance) of Directors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					
8	Approve Remuneration (Allowance) of Supervisors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					
9	Approve to Appoint Auditor	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					
10	Approve Amendments to Articles of Association	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					

SPS Commerce, Inc.

Meeting Date: 05/16/2024 **Country:** USA **Ticker:** SPSC
Record Date: 03/22/2024 **Meeting Type:** Annual
Primary Security ID: 78463M107

Shares Voted: 119

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Chad Collins	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James Ramsey, Marty Reaume, and Anne Ward is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1b	Elect Director James Ramsey	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James Ramsey, Marty Reaume, and Anne Ward is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

SPS Commerce, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1c	Elect Director Marty Reaume	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James Ramsey, Marty Reaume, and Anne Ward is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Tami Reller	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James Ramsey, Marty Reaume, and Anne Ward is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Philip Soran	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James Ramsey, Marty Reaume, and Anne Ward is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Anne Sempowski Ward	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James Ramsey, Marty Reaume, and Anne Ward is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Sven Wehrwein	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James Ramsey, Marty Reaume, and Anne Ward is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the ratification of the company's auditor is warranted given that non-audit fees represent 31.36 percent of the total fees received by the auditor during the fiscal year, raising substantial doubts over the independence of the auditor.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				
4	Amend Certificate of Incorporation to Provide for the Exculpation of Certain Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i>				

The Home Depot, Inc.

Meeting Date: 05/16/2024

Country: USA

Ticker: HD

Record Date: 03/18/2024

Meeting Type: Annual

Primary Security ID: 437076102

Shares Voted: 8,497

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Gerard J. Arpey	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gerard Arpey, Jeffery Boyd, Paula Santilli and Caryn Seidman-Becker is warranted for lack of diversity on the board. A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Jeffery Boyd, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				

The Home Depot, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1b	Elect Director Ari Bousbib	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gerard Arpey, Jeffery Boyd, Paula Santilli and Caryn Seidman-Becker is warranted for lack of diversity on the board. A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Jeffery Boyd, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Jeffery H. Boyd	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gerard Arpey, Jeffery Boyd, Paula Santilli and Caryn Seidman-Becker is warranted for lack of diversity on the board. A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Jeffery Boyd, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Gregory D. Brenneman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gerard Arpey, Jeffery Boyd, Paula Santilli and Caryn Seidman-Becker is warranted for lack of diversity on the board. A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Jeffery Boyd, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director J. Frank Brown	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gerard Arpey, Jeffery Boyd, Paula Santilli and Caryn Seidman-Becker is warranted for lack of diversity on the board. A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Jeffery Boyd, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Edward P. Decker	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gerard Arpey, Jeffery Boyd, Paula Santilli and Caryn Seidman-Becker is warranted for lack of diversity on the board. A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Jeffery Boyd, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Wayne M. Hewett	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gerard Arpey, Jeffery Boyd, Paula Santilli and Caryn Seidman-Becker is warranted for lack of diversity on the board. A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Jeffery Boyd, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Manuel Kadre	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gerard Arpey, Jeffery Boyd, Paula Santilli and Caryn Seidman-Becker is warranted for lack of diversity on the board. A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Jeffery Boyd, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Stephanie C. Linnartz	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gerard Arpey, Jeffery Boyd, Paula Santilli and Caryn Seidman-Becker is warranted for lack of diversity on the board. A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Jeffery Boyd, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Paula Santilli	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gerard Arpey, Jeffery Boyd, Paula Santilli and Caryn Seidman-Becker is warranted for lack of diversity on the board. A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Jeffery Boyd, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				

The Home Depot, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1k	Elect Director Caryn Seidman-Becker	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gerard Arpey, Jeffery Boyd, Paula Santilli and Caryn Seidman-Becker is warranted for lack of diversity on the board. A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Jeffery Boyd, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned. The short-term incentive is entirely based on pre-set financial metrics and the long-term incentive is primarily performance-based, and half of equity grants use a multi-year performance period.</i>				
4	Adopt Policy to Require Board of Directors Members to Disclose their Political Donations	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. The personal donation decision made by director nominees are not relevant to their responsibility to exercise their fiduciary duty to the company, and the company discloses sufficient policies, procedures, and oversight to avoid directors making contributions on behalf of the company without approval.</i>				
5	Report on Political Spending Congruency	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as a report on the congruency of the company's political expenditures with its stated values would enable shareholders to have a more comprehensive understanding of how the company oversees and manages risks related to its political spending</i>				
6	Report on Corporate Contributions	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because the company provides sufficient information regarding its corporate contributions, and absent self-dealing or gross negligence, management should be afforded discretion in determining the company's charitable giving strategy.</i>				
7	Report on Civil Rights and Non-Discrimination Audit	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted as the company provides adequate disclosures related to its anti-discrimination policies.</i>				
8	Disclose a Biodiversity Impact and Dependency Assessment	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as further disclosures would help shareholders assess how the company is managing related risks associated with biodiversity loss as well as adequately track progress on these issues.</i>				
9	Clawback of Incentive Payments	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as the company's current clawback policy does not provide for the disclosure of the amounts and circumstances surrounding all recoupments. Such disclosure would benefit shareholders.</i>				

The UNITE Group Plc

Meeting Date: 05/16/2024

Country: United Kingdom

Ticker: UTG

Record Date: 05/14/2024

Meeting Type: Annual

Primary Security ID: G9283N101

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>				
2	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the remuneration report is warranted as no significant concerns have been identified.</i>				
3	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
4	Amend Articles of Association	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because no corporate governance concerns have been identified.</i>				
5	Approve Enhanced Scrip Dividend Alternative	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because no corporate governance concerns have been identified.</i>				
6	Re-elect Richard Huntingford as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Richard Huntingford, Nicola (Nicky) Dulieu, Ilaria del Beato, Thomas (Tom) Jackson, Ross Paterson, Dame Shirley Pearce and Sir Steve Smith is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
7	Re-elect Joe Lister as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Richard Huntingford, Nicola (Nicky) Dulieu, Ilaria del Beato, Thomas (Tom) Jackson, Ross Paterson, Dame Shirley Pearce and Sir Steve Smith is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
8	Re-elect Ross Paterson as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Richard Huntingford, Nicola (Nicky) Dulieu, Ilaria del Beato, Thomas (Tom) Jackson, Ross Paterson, Dame Shirley Pearce and Sir Steve Smith is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
9	Re-elect Ilaria del Beato as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Richard Huntingford, Nicola (Nicky) Dulieu, Ilaria del Beato, Thomas (Tom) Jackson, Ross Paterson, Dame Shirley Pearce and Sir Steve Smith is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
10	Re-elect Dame Shirley Pearce as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Richard Huntingford, Nicola (Nicky) Dulieu, Ilaria del Beato, Thomas (Tom) Jackson, Ross Paterson, Dame Shirley Pearce and Sir Steve Smith is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
11	Re-elect Thomas Jackson as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Richard Huntingford, Nicola (Nicky) Dulieu, Ilaria del Beato, Thomas (Tom) Jackson, Ross Paterson, Dame Shirley Pearce and Sir Steve Smith is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				

The UNITE Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
12	Re-elect Sir Steve Smith as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Richard Huntingford, Nicola (Nicky) Dulieu, Ilaria del Beato, Thomas (Tom) Jackson, Ross Paterson, Dame Shirley Pearce and Sir Steve Smith is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
13	Re-elect Nicola Dulieu as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Richard Huntingford, Nicola (Nicky) Dulieu, Ilaria del Beato, Thomas (Tom) Jackson, Ross Paterson, Dame Shirley Pearce and Sir Steve Smith is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
14	Elect Michael Burt as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Richard Huntingford, Nicola (Nicky) Dulieu, Ilaria del Beato, Thomas (Tom) Jackson, Ross Paterson, Dame Shirley Pearce and Sir Steve Smith is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
15	Elect Angela Jain as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Richard Huntingford, Nicola (Nicky) Dulieu, Ilaria del Beato, Thomas (Tom) Jackson, Ross Paterson, Dame Shirley Pearce and Sir Steve Smith is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
16	Reappoint Deloitte LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted at this time.</i>				
17	Authorise the Audit & Risk Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
18	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
19	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
20	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
21	Approve Restricted Share Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted as this plan is for employees below board level, and no concerns are raised.</i>				
22	Approve Scrip Dividend Scheme	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no concerns have been identified.</i>				
23	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>				

Universal Music Group NV

Meeting Date: 05/16/2024

Country: Netherlands

Ticker: UMG

Record Date: 04/18/2024

Meeting Type: Annual

Primary Security ID: N90313102

Shares Voted: 11,379

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Annual Meeting Agenda	Mgmt			
	Open Meeting	Mgmt			
<i>Voting Policy Rationale: No vote is required for this item.</i>					
2	Receive Annual Report	Mgmt			
<i>Voting Policy Rationale: No vote is required for this item.</i>					
3	Discussion on Company's Corporate Governance Structure	Mgmt			
<i>Voting Policy Rationale: This is a non-voting item.</i>					
4	Approve Remuneration Report	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted because the proposed remuneration is below par in relation to market standards, particularly with regard to * Overall and continued concerns regard quantum given the CEO's pay package is valued at EUR 84 million. The total quantum of CEO pay for 2023 is considered to be excessive because it is 25.28 times higher than the median of peers * The one-off granted awards to the CEO and deputy CEO without providing any compelling rationale. * A transition award of EUR 92,406,852 is given to the CEO and only half is subject to performance conditions. * Finally, a concern is raised because the company provided limited response to last year significant dissent on the remuneration report, and the remuneration committee chair not being reelected by shareholders.</i>					
5	Adopt Financial Statements	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because of the absence of concern with the company's audit procedures or its auditors.</i>					
6.a	Receive Explanation on Company's Dividend Policy	Mgmt			
<i>Voting Policy Rationale: This is a non-voting item.</i>					
6.b	Approve Dividends	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this dividend proposal is warranted because the proposed payout ratio is adequate without being excessive.</i>					
7.a	Approve Discharge of Executive Directors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because of the absence of any information about significant and compelling controversies that the board is not fulfilling its fiduciary duties.</i>					
7.b	Approve Discharge of Non-Executive Directors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because of the absence of any information about significant and compelling controversies that the board is not fulfilling its fiduciary duties.</i>					

Universal Music Group NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8	Reelect Vincent Vallejo as Executive Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members William (Bill) Ackman, Nicole Avant, Manning Doherty and Margaret Frerejean-Taittinger is warranted for lack of diversity on the board. A vote AGAINST non-independent nominees William Ackman, Cyrille Bollore, Manning Doherty, Catherine Lawson-Hall, James Mitchell, and Vincent Vallejo is warranted as the future board composition lacks sufficient independence among its members. Furthermore, there are concerns regarding non-independent nominees Catherine Lawson-Hall, Cyrille Bollore, and James Mitchell who serve on the audit/remuneration committee, since the committee lacks sufficient independence among its members. There are more concerns regarding nominee Cyrille Bollore as the nominee is considered to be overboarded. A vote FOR the remaining director nominees is warranted.</i></p>					
9.a	Reelect Bill Ackman as Non-Executive Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members William (Bill) Ackman, Nicole Avant, Manning Doherty and Margaret Frerejean-Taittinger is warranted for lack of diversity on the board. A vote AGAINST non-independent nominees William Ackman, Cyrille Bollore, Manning Doherty, Catherine Lawson-Hall, James Mitchell, and Vincent Vallejo is warranted as the future board composition lacks sufficient independence among its members. Furthermore, there are concerns regarding non-independent nominees Catherine Lawson-Hall, Cyrille Bollore, and James Mitchell who serve on the audit/remuneration committee, since the committee lacks sufficient independence among its members. There are more concerns regarding nominee Cyrille Bollore as the nominee is considered to be overboarded. A vote FOR the remaining director nominees is warranted.</i></p>					
9.b	Reelect Cathia Lawson-Hall as Non-Executive Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members William (Bill) Ackman, Nicole Avant, Manning Doherty and Margaret Frerejean-Taittinger is warranted for lack of diversity on the board. A vote AGAINST non-independent nominees William Ackman, Cyrille Bollore, Manning Doherty, Catherine Lawson-Hall, James Mitchell, and Vincent Vallejo is warranted as the future board composition lacks sufficient independence among its members. Furthermore, there are concerns regarding non-independent nominees Catherine Lawson-Hall, Cyrille Bollore, and James Mitchell who serve on the audit/remuneration committee, since the committee lacks sufficient independence among its members. There are more concerns regarding nominee Cyrille Bollore as the nominee is considered to be overboarded. A vote FOR the remaining director nominees is warranted.</i></p>					
9.c	Reelect Cyrille Bollore as Non-Executive Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members William (Bill) Ackman, Nicole Avant, Manning Doherty and Margaret Frerejean-Taittinger is warranted for lack of diversity on the board. A vote AGAINST non-independent nominees William Ackman, Cyrille Bollore, Manning Doherty, Catherine Lawson-Hall, James Mitchell, and Vincent Vallejo is warranted as the future board composition lacks sufficient independence among its members. Furthermore, there are concerns regarding non-independent nominees Catherine Lawson-Hall, Cyrille Bollore, and James Mitchell who serve on the audit/remuneration committee, since the committee lacks sufficient independence among its members. There are more concerns regarding nominee Cyrille Bollore as the nominee is considered to be overboarded. A vote FOR the remaining director nominees is warranted.</i></p>					
9.d	Reelect James Mitchell as Non-Executive Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members William (Bill) Ackman, Nicole Avant, Manning Doherty and Margaret Frerejean-Taittinger is warranted for lack of diversity on the board. A vote AGAINST non-independent nominees William Ackman, Cyrille Bollore, Manning Doherty, Catherine Lawson-Hall, James Mitchell, and Vincent Vallejo is warranted as the future board composition lacks sufficient independence among its members. Furthermore, there are concerns regarding non-independent nominees Catherine Lawson-Hall, Cyrille Bollore, and James Mitchell who serve on the audit/remuneration committee, since the committee lacks sufficient independence among its members. There are more concerns regarding nominee Cyrille Bollore as the nominee is considered to be overboarded. A vote FOR the remaining director nominees is warranted.</i></p>					

Universal Music Group NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
9.e	Reelect Manning Doherty as Non-Executive Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members William (Bill) Ackman, Nicole Avant, Manning Doherty and Margaret Frerejean-Taittinger is warranted for lack of diversity on the board. A vote AGAINST non-independent nominees William Ackman, Cyrille Bollore, Manning Doherty, Catherine Lawson-Hall, James Mitchell, and Vincent Vallejo is warranted as the future board composition lacks sufficient independence among its members. Furthermore, there are concerns regarding non-independent nominees Catherine Lawson-Hall, Cyrille Bollore, and James Mitchell who serve on the audit/remuneration committee, since the committee lacks sufficient independence among its members. There are more concerns regarding nominee Cyrille Bollore as the nominee is considered to be overboarded. A vote FOR the remaining director nominees is warranted.</i></p>					
9.f	Reelect Margaret Frerejean-Taittinger as Non-Executive Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members William (Bill) Ackman, Nicole Avant, Manning Doherty and Margaret Frerejean-Taittinger is warranted for lack of diversity on the board. A vote AGAINST non-independent nominees William Ackman, Cyrille Bollore, Manning Doherty, Catherine Lawson-Hall, James Mitchell, and Vincent Vallejo is warranted as the future board composition lacks sufficient independence among its members. Furthermore, there are concerns regarding non-independent nominees Catherine Lawson-Hall, Cyrille Bollore, and James Mitchell who serve on the audit/remuneration committee, since the committee lacks sufficient independence among its members. There are more concerns regarding nominee Cyrille Bollore as the nominee is considered to be overboarded. A vote FOR the remaining director nominees is warranted.</i></p>					
9.g	Reelect Nicole Avant as Non-Executive Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members William (Bill) Ackman, Nicole Avant, Manning Doherty and Margaret Frerejean-Taittinger is warranted for lack of diversity on the board. A vote AGAINST non-independent nominees William Ackman, Cyrille Bollore, Manning Doherty, Catherine Lawson-Hall, James Mitchell, and Vincent Vallejo is warranted as the future board composition lacks sufficient independence among its members. Furthermore, there are concerns regarding non-independent nominees Catherine Lawson-Hall, Cyrille Bollore, and James Mitchell who serve on the audit/remuneration committee, since the committee lacks sufficient independence among its members. There are more concerns regarding nominee Cyrille Bollore as the nominee is considered to be overboarded. A vote FOR the remaining director nominees is warranted.</i></p>					
9.h	Elect Eric Sprunk as Non-Executive Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members William (Bill) Ackman, Nicole Avant, Manning Doherty and Margaret Frerejean-Taittinger is warranted for lack of diversity on the board. A vote AGAINST non-independent nominees William Ackman, Cyrille Bollore, Manning Doherty, Catherine Lawson-Hall, James Mitchell, and Vincent Vallejo is warranted as the future board composition lacks sufficient independence among its members. Furthermore, there are concerns regarding non-independent nominees Catherine Lawson-Hall, Cyrille Bollore, and James Mitchell who serve on the audit/remuneration committee, since the committee lacks sufficient independence among its members. There are more concerns regarding nominee Cyrille Bollore as the nominee is considered to be overboarded. A vote FOR the remaining director nominees is warranted.</i></p>					
9.i	Elect Mandy Ginsberg as Non-Executive Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members William (Bill) Ackman, Nicole Avant, Manning Doherty and Margaret Frerejean-Taittinger is warranted for lack of diversity on the board. A vote AGAINST non-independent nominees William Ackman, Cyrille Bollore, Manning Doherty, Catherine Lawson-Hall, James Mitchell, and Vincent Vallejo is warranted as the future board composition lacks sufficient independence among its members. Furthermore, there are concerns regarding non-independent nominees Catherine Lawson-Hall, Cyrille Bollore, and James Mitchell who serve on the audit/remuneration committee, since the committee lacks sufficient independence among its members. There are more concerns regarding nominee Cyrille Bollore as the nominee is considered to be overboarded. A vote FOR the remaining director nominees is warranted.</i></p>					
10.a	Approve Remuneration Policy of Non-Executive Directors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is warranted, since there is no evidence of excessiveness on the part of the supervisory board regarding this remuneration proposal. BACKGROUND INFORMATION Policies: Approve Remuneration of Directors and/or Committee Members</i></p>					

Universal Music Group NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10.b	Authorize Issuance of Shares and Grant Rights to Subscribe for Shares to Non-Executive Directors under the Non-Executive Directors' Remuneration Policy	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is warranted, since there is no evidence of excessiveness on the part of the supervisory board regarding this remuneration proposal. BACKGROUND INFORMATION Policies: Approve Remuneration of Directors and/or Committee Members</i></p>					
11.a	Authorize Repurchase of Shares	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is warranted because: * This proposal is in line with commonly used safeguards regarding volume and pricing; * The authorization would allow Universal Music Group to repurchase up to 10.00 percent of the issued share capital; and * The authorization would allow the company to repurchase shares for less or up to 110 percent of the share price prior to the repurchase.</i></p>					
11.b	Approve Cancellation of Shares	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is warranted because the cancellation of shares is in shareholders' interests.</i></p>					
12	Other Business (Non-Voting)	Mgmt			
<p><i>Voting Policy Rationale: No vote is required for this item.</i></p>					
13	Close Meeting	Mgmt			
<p><i>Voting Policy Rationale: No vote is required for this item.</i></p>					

Westinghouse Air Brake Technologies Corporation

Meeting Date: 05/16/2024 **Country:** USA **Ticker:** WAB
Record Date: 03/20/2024 **Meeting Type:** Annual
Primary Security ID: 929740108

Shares Voted: 680

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Linda A. Harty	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Linda Harty is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Brian P. Hehir	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Linda Harty is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director Beverley A. Babcock	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Linda Harty is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted. Although some concerns persist regarding the lack of disclosure of forward-looking targets for the PSUs, pay and performance were reasonably aligned for the year in review. Additionally, the annual incentives are entirely based on pre-set metrics.</i></p>					

Westinghouse Air Brake Technologies Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 4.86 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					

Xylem Inc.

Meeting Date: 05/16/2024 **Country:** USA **Ticker:** XYL
Record Date: 03/18/2024 **Meeting Type:** Annual
Primary Security ID: 98419M100

Shares Voted: 11,014

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Jeanne Beliveau-Dunn	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i></p>					
1b	Elect Director Earl R. Ellis	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i></p>					
1c	Elect Director Robert F. Friel	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i></p>					
1d	Elect Director Lisa Glatch	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i></p>					
1e	Elect Director Victoria D. Harker	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i></p>					
1f	Elect Director Mark D. Morelli	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i></p>					
1g	Elect Director Jerome A. Peribere	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i></p>					
1h	Elect Director Matthew F. Pine	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i></p>					
1i	Elect Director Lila Tretikov	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i></p>					
1j	Elect Director Uday Yadav	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i></p>					
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.14 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					

Xylem Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted. There is some concern surrounding the LTI, as the relative TSR PSUs target median performance. However, annual incentives are primarily based on pre-set financial metrics with target goals that exceeded the prior year's results. In addition, half of the long-term incentives' targeted value is performance-based with a multi-year performance period and disclosed forward-looking goals.</i></p>					
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
<p><i>Voting Policy Rationale: A vote for the adoption of an ANNUAL say-on-pay frequency is warranted. Annual say-on-pay votes are considered a best practice as they give shareholders a regular opportunity to opine on executive pay.</i></p>					

Yum! Brands, Inc.

Meeting Date: 05/16/2024 **Country:** USA **Ticker:** YUM
Record Date: 03/20/2024 **Meeting Type:** Annual
Primary Security ID: 988498101

Shares Voted: 2,173

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Paget L. Alves	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Brian Cornell, Mirian Graddick-Weir, Thomas Nelson, and Peter Justin Skala is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i></p>					
1b	Elect Director Keith Barr	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Brian Cornell, Mirian Graddick-Weir, Thomas Nelson, and Peter Justin Skala is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i></p>					
1c	Elect Director M. Brett Biggs	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Brian Cornell, Mirian Graddick-Weir, Thomas Nelson, and Peter Justin Skala is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i></p>					
1d	Elect Director Christopher M. Connor	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Brian Cornell, Mirian Graddick-Weir, Thomas Nelson, and Peter Justin Skala is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i></p>					
1e	Elect Director Brian C. Cornell	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Brian Cornell, Mirian Graddick-Weir, Thomas Nelson, and Peter Justin Skala is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i></p>					
1f	Elect Director Tanya L. Domier	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Brian Cornell, Mirian Graddick-Weir, Thomas Nelson, and Peter Justin Skala is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i></p>					

Yum! Brands, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1g	Elect Director Susan Doniz	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Brian Cornell, Mirian Graddick-Weir, Thomas Nelson, and Peter Justin Skala is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
1h	Elect Director David W. Gibbs	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Brian Cornell, Mirian Graddick-Weir, Thomas Nelson, and Peter Justin Skala is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
1i	Elect Director Mirian M. Graddick-Weir	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Brian Cornell, Mirian Graddick-Weir, Thomas Nelson, and Peter Justin Skala is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
1j	Elect Director Thomas C. Nelson	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Brian Cornell, Mirian Graddick-Weir, Thomas Nelson, and Peter Justin Skala is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
1k	Elect Director P. Justin Skala	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Brian Cornell, Mirian Graddick-Weir, Thomas Nelson, and Peter Justin Skala is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
1l	Elect Director Annie Young-Scrivner	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Brian Cornell, Mirian Graddick-Weir, Thomas Nelson, and Peter Justin Skala is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.23 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * A majority of equity awards to the CEO are not tied to performance-contingent pay elements; * High CEO pay relative to company performance compared to the company's peers; and * High CEO pay in relation to company peer group CEO median pay levels.</i>				
4	Comply with World Health Organization Guidelines on Antimicrobial Use Throughout Supply Chains	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as there are industry trends towards phasing out usage of antimicrobials in animal-related food production based on evidence that their routine use in food production contributes to the global problem of antibiotic resistance. Additionally, lack of compliance with WHO guidelines could potentially expose the company to both reputational and regulatory risks.</i>				
5	Strategic Review Regarding Capital Transactions Involving the Brands	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. The proponent has not demonstrated a compelling case that shareholders would realize greater value with a spin off of Taco Bell, KFC and Pizza Hut, than YUM could deliver by operating as a global brand at this time. Further, there is no evidence to suggest that the board does not consider value-enhancing initiatives.</i>				

Anhui Yingjia Distillery Co., Ltd.

Meeting Date: 05/17/2024

Country: China

Ticker: 603198

Record Date: 05/13/2024

Meeting Type: Annual

Primary Security ID: Y013BC107

Shares Voted: 6,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Report of the Board of Directors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for Items 1-3 because no concerns have been identified. A vote AGAINST is warranted for Item 4 because the FY 2024 Financial Budget Report has not been disclosed as of the date of the analysis.</i>					
2	Approve Report of the Board of Supervisors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for Items 1-3 because no concerns have been identified. A vote AGAINST is warranted for Item 4 because the FY 2024 Financial Budget Report has not been disclosed as of the date of the analysis.</i>					
3	Approve Annual Report and Summary	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for Items 1-3 because no concerns have been identified. A vote AGAINST is warranted for Item 4 because the FY 2024 Financial Budget Report has not been disclosed as of the date of the analysis.</i>					
4	Approve Financial Statements and Financial Budget Report	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote FOR is merited for Items 1-3 because no concerns have been identified. A vote AGAINST is warranted for Item 4 because the FY 2024 Financial Budget Report has not been disclosed as of the date of the analysis.</i>					
5	Approve Profit Distribution	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because the proposed dividend payout is considered reasonable.</i>					
6	Approve Remuneration of Directors and Supervisors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					
7	Approve Appointment of Auditor	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					
8	Approve Amendments to Articles of Association and Other Systems	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					

Duerr AG

Meeting Date: 05/17/2024

Country: Germany

Ticker: DUE

Record Date: 04/25/2024

Meeting Type: Annual

Primary Security ID: D23279108

Shares Voted: 575

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt			

Duerr AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
2	Approve Allocation of Income and Dividends of EUR 0.70 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i>				
3	Approve Discharge of Management Board for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4	Approve Discharge of Supervisory Board for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
5	Ratify Deloitte GmbH as Auditors for Fiscal Year 2024 and for the Review of Interim Financial Statements for the Fiscal Year 2024 and the First Quarter of Fiscal Year 2025	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
6	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the company's remuneration practices are broadly in line with best practice standards in Germany and pay and performance appear reasonably aligned at this time.</i>				

Eastroc Beverage (Group) Co., Ltd.

Meeting Date: 05/17/2024

Country: China

Ticker: 605499

Record Date: 05/10/2024

Meeting Type: Annual

Primary Security ID: Y2234Q109

Shares Voted: 2,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Annual Report and Summary	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
2	Approve Report of the Board of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
3	Approve Report of the Board of Supervisors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
4	Approve Report of the Independent Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				

Eastroc Beverage (Group) Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Approve Financial Statements and Financial Budget Report	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
6	Approve Remuneration Plan of Directors and Supervisors	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted due to a lack of sufficient disclosure.</i>					
7	Approve Profit Distribution	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because the proposed dividend payout is considered reasonable.</i>					
8	Approve Shareholder Return Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					
9	Approve Formulation of Accounting Firm Selection System	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					
10	Approve to Appoint Auditor	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					
11	Approve Application of Credit Lines	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because the funds will be needed by the company and its subsidiaries to facilitate their daily operations and business development.</i>					
12	Approve Use of Idle Own Funds for Cash Management	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted because the proposed investment could expose the company to unnecessary risks.</i>					
13	Approve Use of Idle Raised Funds for Cash Management	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is merited because no concerns have been identified.</i>					
14	Approve Provision of Guarantee	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					

FormFactor, Inc.

Meeting Date: 05/17/2024 **Country:** USA **Ticker:** FORM
Record Date: 03/18/2024 **Meeting Type:** Annual
Primary Security ID: 346375108

Shares Voted: 414

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Kevin Brewer	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kelley Steven-Waiss and Brian White is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

FormFactor, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1b	Elect Director Rebeca Obregon-Jimenez	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kelley Steven-Waiss and Brian White is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1c	Elect Director Sheri Rhodes	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kelley Steven-Waiss and Brian White is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1d	Elect Director Michael D. Slessor	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kelley Steven-Waiss and Brian White is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1e	Elect Director Thomas St. Dennis	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kelley Steven-Waiss and Brian White is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1f	Elect Director Kelley Steven-Waiss	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kelley Steven-Waiss and Brian White is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1g	Elect Director Jorge Titingier	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kelley Steven-Waiss and Brian White is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1h	Elect Director Brian White	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kelley Steven-Waiss and Brian White is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i>					
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>					

Fresenius SE & Co. KGaA

Meeting Date: 05/17/2024

Country: Germany

Ticker: FRE

Record Date: 04/25/2024

Meeting Type: Annual

Primary Security ID: D27348263

Shares Voted: 2,229

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports for Fiscal Year 2023	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concerns.</i>					

Fresenius SE & Co. KGaA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Discharge of Personally Liable Partner for Fiscal Year 2023	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these proposals are warranted because there is no evidence that the personally liable partner and supervisory board have not fulfilled their fiduciary duties.</i>					
3	Approve Discharge of Supervisory Board for Fiscal Year 2023	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these proposals are warranted because there is no evidence that the personally liable partner and supervisory board have not fulfilled their fiduciary duties.</i>					
4	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2024, Auditors of Sustainability Reporting for Fiscal Year 2024 and for the Review of Interim Financial Statements until 2025 AGM	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>					
5	Approve Remuneration Report	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the company's remuneration practices are broadly in line with best practice standards in Germany, and pay and performance appear reasonably aligned at this time. However, it is not without some concern: * Pension contributions remain at a relatively high level in the context of market practice. * There is some ambiguity over the termination provisions made to one executive.</i>					

Intercontinental Exchange, Inc.

Meeting Date: 05/17/2024 **Country:** USA **Ticker:** ICE
Record Date: 03/21/2024 **Meeting Type:** Annual
Primary Security ID: 45866F104

Shares Voted: 6,274

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Sharon Y. Bowen	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
1b	Elect Director Shantella E. Cooper	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
1c	Elect Director Duriya M. Farooqui	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
1d	Elect Director The Right Hon. the Lord Hague of Richmond	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
1e	Elect Director Mark F. Mulhern	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					

Intercontinental Exchange, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1f	Elect Director Thomas E. Noonan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1g	Elect Director Caroline L. Silver	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director Jeffrey C. Sprecher	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1i	Elect Director Judith A. Sprieser	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1j	Elect Director Martha A. Tirinnanzi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as pay and performance are reasonably aligned at this time. A majority of short- and long-term incentives are based on objective performance criteria. However, certain concerns are raised regarding goal rigor, as annual incentive targets were set below prior year performance, and relative TSR-based PSUs target performance at merely the index median. One-time equity awards granted in connection with the Black Knight acquisition are entirely performance-based, with targets clearly disclosed and performance measured over a multi-year period.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.35 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Require Independent Board Chair	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the importance of having an independent chairman of the board.</i>				

Power Integrations, Inc.

Meeting Date: 05/17/2024

Country: USA

Ticker: POWI

Record Date: 03/22/2024

Meeting Type: Annual

Primary Security ID: 739276103

Shares Voted: 197

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Wendy Arienzo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.2	Elect Director Balu Balakrishnan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				

Power Integrations, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Director Nicholas E. Brathwaite	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.4	Elect Director Anita Ganti	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.5	Elect Director Nancy Gioia	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.6	Elect Director Balakrishnan S. Iyer	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.7	Elect Director Ravi Vig	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; and * The company maintains an auto-accelerated equity vesting change-in-control provision.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 9.77 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Adopt Simple Majority Vote	SH	None	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that elimination of the supermajority vote requirement would enhance shareholder rights.</i>				

Sanan Optoelectronics Co. Ltd.

Meeting Date: 05/17/2024

Country: China

Ticker: 600703

Record Date: 05/10/2024

Meeting Type: Annual

Primary Security ID: Y7478M102

Shares Voted: 44,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Report of the Board of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
2	Approve Report of the Board of Supervisors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
3	Approve Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				

Sanan Optoelectronics Co. Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Approve Profit Distribution	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the proposed dividend payout is considered reasonable.</i>				
5	Approve Annual Report and Summary	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
6	Approve Appointment of Auditor and Internal Control Auditor as well as Payment of Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
7	Approve Provision of Guarantee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				

Shenzhen Inovance Technology Co., Ltd.

Meeting Date: 05/17/2024 **Country:** China **Ticker:** 300124
Record Date: 05/10/2024 **Meeting Type:** Annual
Primary Security ID: Y7744Z101

Shares Voted: 11,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Annual Report and Summary	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
2	Approve Report of the Board of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
3	Approve Report of the Board of Supervisors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
4	Approve Profit Distribution	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the proposed dividend payout is considered reasonable.</i>				
5	Approve to Appoint Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
6	Approve Completion of Raised Funds Investment Projects and Use of Remaining Funds to Replenish Working Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is merited because no concerns have been identified.</i>				

Shenzhen Inovance Technology Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Approve Completion of Raised Funds Investment Projects by Issuance of Shares and Use of Remaining Funds to Replenish Working Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is merited because no concerns have been identified.</i>				
8	Approve Spin-off of Subsidiary on ChiNext in Accordance with Relevant Laws and Regulations	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposed listing serves to improve the subsidiary's governance and ownership structure; * the company will remain controlling status over the subsidiary; * the company's financials will not be significantly impacted.</i>				
9	Approve Plan on Spin-off of Subsidiary to be Listed on ChiNext	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposed listing serves to improve the subsidiary's governance and ownership structure; * the company will remain controlling status over the subsidiary; * the company's financials will not be significantly impacted.</i>				
10	Approve Spin-off of Subsidiary to be Listed on ChiNext	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposed listing serves to improve the subsidiary's governance and ownership structure; * the company will remain controlling status over the subsidiary; * the company's financials will not be significantly impacted.</i>				
11	Approve Report on the Spin-off of Subsidiary is in Compliance with the Rules for Spin-off of Listed Companies (Trial)	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposed listing serves to improve the subsidiary's governance and ownership structure; * the company will remain controlling status over the subsidiary; * the company's financials will not be significantly impacted.</i>				
12	Approve Listing to Safeguard the Legitimate Rights and Interests of Shareholders and Creditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposed listing serves to improve the subsidiary's governance and ownership structure; * the company will remain controlling status over the subsidiary; * the company's financials will not be significantly impacted.</i>				
13	Approve Company's Maintaining Independence and Continuous Operation Ability	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposed listing serves to improve the subsidiary's governance and ownership structure; * the company will remain controlling status over the subsidiary; * the company's financials will not be significantly impacted.</i>				
14	Approve Corresponding Standard Operation Ability	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposed listing serves to improve the subsidiary's governance and ownership structure; * the company will remain controlling status over the subsidiary; * the company's financials will not be significantly impacted.</i>				

Shenzhen Inovance Technology Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
15	Approve Completeness and Compliance of Implementation of Legal Proceedings of the Transactions and Validity of the Submitted Legal Documents Regarding this Transaction	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposed listing serves to improve the subsidiary's governance and ownership structure; * the company will remain controlling status over the subsidiary; * the company's financials will not be significantly impacted.</i>				
16	Approve Background and Purpose, Commercial Rationality, Necessity and Feasibility Analysis of this Transaction	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposed listing serves to improve the subsidiary's governance and ownership structure; * the company will remain controlling status over the subsidiary; * the company's financials will not be significantly impacted.</i>				
17	Approve Authorization of Board to Handle All Related Matters	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposed listing serves to improve the subsidiary's governance and ownership structure; * the company will remain controlling status over the subsidiary; * the company's financials will not be significantly impacted.</i>				
18.1	AMEND ARTICLES OF ASSOCIATION AND OTHER GOVERNANCE SYSTEMS	Mgmt			
18.1	Approve Amendments to Articles of Association	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
18.2	Amend Rules and Procedures Regarding Meetings of Board of Directors	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted given the company has not specified the details and the provisions covered under the proposed amendments.</i>				
18.3	Amend Working System for Independent Directors	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted given the company has not specified the details and the provisions covered under the proposed amendments.</i>				
18.4	Amend Accounting Firm Selection System	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted given the company has not specified the details and the provisions covered under the proposed amendments.</i>				
	ELECT NON-INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt			
19.1	Elect Zhu Xingming as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
19.2	Elect Li Juntian as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				

Shenzhen Inovance Technology Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
19.3	Elect Zhou Bin as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
19.4	Elect Liu Yuchuan as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
19.5	Elect Song Junen as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
19.6	Elect Yang Chunlu as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
20.1	ELECT INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt			
	Elect Zhang Taowei as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
20.2	Elect Zhao Jinlin as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
20.3	Elect Huang Pei as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
	ELECT SUPERVISORS VIA CUMULATIVE VOTING	Mgmt			
21.1	Elect Bai Ziping as Supervisor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR both nominees is warranted given the absence of any known issues concerning the nominees.</i>				
21.2	Elect Tang Zhuxue as Supervisor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR both nominees is warranted given the absence of any known issues concerning the nominees.</i>				

Sichuan Chuantou Energy Co., Ltd.

Meeting Date: 05/17/2024

Country: China

Ticker: 600674

Record Date: 05/14/2024

Meeting Type: Annual

Primary Security ID: Y7925C103

Shares Voted: 62,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Report of the Board of Directors	Mgmt	For	For	For

Sichuan Chuantou Energy Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
2	Approve Report of the Board of Supervisors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
3	Approve Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
4	Approve Production and Operation Plan as well as Financial Budget Report	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted due to lack of disclosure.</i>				
5	Approve Profit Distribution Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the proposed dividend payout is considered reasonable.</i>				
6	Approve Annual Report and Summary	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
7	Approve Report on the Financing Work of the Company's Headquarters	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because there is lack of disclosure on the pertinent details of this financial assistance request.</i>				
8	Approve Appointment of Auditor and Payment of Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the company has provided a valid reason for the change of auditor.</i>				
9	Approve Amendments to Articles of Association and Its Annexes	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because the amendments are meant to update the company's share structure in the Articles.</i>				
10	Approve Abolishment of Independent Director System and Establish New Independent Director Working System	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted given the company has not specified the details and the provisions covered under the proposed amendments.</i>				
11	Amend Related-Party Transaction Management System	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted given the company has not specified the details and the provisions covered under the proposed amendments.</i>				
12	Elect Tang Zhongcheng as Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR both the nominee is warranted given the absence of any known issues concerning the nominee.</i>				
13	Elect Huang Jin as Supervisor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the nominee is warranted given the absence of any known issues concerning the nominee.</i>				

Sichuan Chuantou Energy Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
14	Elect Zeng Zhiwei as Non-Independent Director	SH	For	For	For

Voting Policy Rationale: A vote FOR both the nominee is warranted given the absence of any known issues concerning the nominee.

TCL Zhonghuan Renewable Energy Technology Co., Ltd.

Meeting Date: 05/17/2024 **Country:** China **Ticker:** 002129
Record Date: 05/10/2024 **Meeting Type:** Annual
Primary Security ID: Y88171106

Shares Voted: 36,250

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Report of the Board of Directors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
2	Approve Report of the Board of Supervisors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
3	Approve Financial Statements	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
4	Approve Annual Report and Summary	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
5	Approve Profit Distribution	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because the proposed dividend payout is considered reasonable.</i>					
6	Approve Remuneration of Directors, Supervisors and Senior Management Members	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					
7	Approve to Appoint Auditor	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					
8	Approve Additional Related Party Transaction	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					
9	Approve Adjustment of Remuneration of Independent Directors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					

TCL Zhonghuan Renewable Energy Technology Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10	Amend the Articles of Association and Part of the Company's Governance Systems	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted given the company has not specified the details and the provisions covered under the proposed amendments.</i>				
	ELECT NON-INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt			
11.1	Elect Li Dongsheng as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given at this time.</i>				
11.2	Elect Shen Haoping as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given at this time.</i>				
11.3	Elect Li Jian as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given at this time.</i>				
11.4	Elect Liao Qian as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given at this time.</i>				
11.5	Elect Yang Jin as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given at this time.</i>				
11.6	Elect Zhang Changxu as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given at this time.</i>				
	ELECT INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt			
12.1	Elect YAN, Aimin as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given at this time.</i>				
12.2	Elect Zhao Ying as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given at this time.</i>				
12.3	Elect Zhang Weidong as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given at this time.</i>				
	ELECT SUPERVISORS VIA CUMULATIVE VOTING	Mgmt			
13.1	Elect Mao Tianxiang as Supervisor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR both nominees is warranted given the absence of any known issues concerning the nominees.</i>				
13.2	Elect Luo Lun as Supervisor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR both nominees is warranted given the absence of any known issues concerning the nominees.</i>				

TCL Zhonghuan Renewable Energy Technology Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
14	Approve Extension of Resolution Validity Period of Issuance of Convertible Bonds	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
15	Approve Authorization of Board to Handle All Related Matters	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				

Enovis Corporation

Meeting Date: 05/20/2024 **Country:** USA **Ticker:** ENOV
Record Date: 03/25/2024 **Meeting Type:** Annual
Primary Security ID: 194014502

Shares Voted: 780

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Matthew L. Trerotola	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1b	Elect Director Barbara W. Bodem	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1c	Elect Director Liam J. Kelly	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1d	Elect Director Angela S. Lalor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1e	Elect Director Philip A. Okala	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1f	Elect Director Christine Ortiz	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1g	Elect Director A. Clayton Perfall	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director Brady R. Shirley	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1i	Elect Director Rajiv Vinnakota	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1j	Elect Director Sharon Wienbar	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				

Enovis Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
5	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. The company seeks to align its officer exculpation provisions with the recently amended Delaware statute and existing protections afforded to directors, providing protections to officers that would allow the company to attract and retain quality personnel without negatively impacting shareholder rights.</i>				

GLP J-REIT

Meeting Date: 05/20/2024

Country: Japan

Ticker: 3281

Record Date: 02/29/2024

Meeting Type: Special

Primary Security ID: J17305103

Shares Voted: 22

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Amend Articles to Disclose Unitholder Meeting Materials on Internet	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns resulting from the change to the articles.</i>				
2	Elect Director Kawatsuji, Yuma	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3	Elect Alternate Director Yagiba, Shinji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4.1	Elect Director Inoue, Toraki	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this nominee is warranted because: * The nominee's affiliation with the REIT could compromise independence.</i>				
4.2	Elect Director Yamaguchi, Kota	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4.3	Elect Director Naito, Agasa	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

GLP J-REIT

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Elect Alternate Director Kase, Yutaka	Mgmt	For	For	For

*Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.*

Jiangsu King's Luck Brewery Joint-stock Co., Ltd.

Meeting Date: 05/20/2024 **Country:** China **Ticker:** 603369
Record Date: 05/15/2024 **Meeting Type:** Annual
Primary Security ID: Y444JU106

Shares Voted: 9,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Report of the Board of Directors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
2	Approve Report of the Board of Supervisors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
3	Approve Annual Report and Summary	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
4	Approve Financial Statements and Financial Budget Report	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
5	Approve Profit Distribution	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because the proposed dividend payout is considered reasonable.</i>					
6	Approve Amend Articles of Association and Part of its Annexes	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted because the proposed articles amendments are not considered to adequately provide for accountability and transparency to shareholders.</i>					
7	Amend Independent Director System	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					
8	Approve Formulation of Working System for Specialized Meetings of Independent Directors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					
9	Approve Formulation of System for Selection and Recruitment of Accounting Firm	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					

Jiangsu King's Luck Brewery Joint-stock Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10	Approve Authorization to Use of Idle Own Funds to Purchase Principal-guaranteed Financial Products	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is merited because no concerns have been identified.</i>					
11	Approve Appointment of Audit Business Contractor	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because the company has provided a valid reason for the change of auditor.</i>					
12	Elect Zhou Hui as Non-Independent Director	SH	For	For	For
<i>Voting Policy Rationale: VOTE RECOMMENDATION A vote FOR the nominee is warranted given the absence of any known issues concerning the nominee.</i>					

NARI Technology Co., Ltd.

Meeting Date: 05/20/2024 **Country:** China **Ticker:** 600406
Record Date: 05/10/2024 **Meeting Type:** Annual
Primary Security ID: Y6S99Q112

Shares Voted: 72,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Financial Statements	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
2	Approve Report of the Independent Directors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
3	Approve Report of the Board of Directors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
4	Approve Report of the Board of Supervisors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
5	Approve Financial Budget Report	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					
6	Approve Investment Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					
7	Approve Related Party Transaction	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					
8	Approve Financial Business Services Agreement	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted since the proposed financial service agreement with the group finance company may expose the company to unnecessary risks.</i>					

NARI Technology Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
9	Approve Appointment of Financial Auditor and Internal Control Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
10	Approve to Adjust the Allowance of Independent Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
11	Approve Amendments to Articles of Association	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
12	Amend Rules and Procedures Regarding General Meetings of Shareholders	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
13	Amend Rules and Procedures Regarding Meetings of Board of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
14	Amend Working System for Independent Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
15	Approve Profit Distribution and Interim Profit Distribution	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the proposed dividend payout is considered reasonable.</i>				
16	Approve Annual Report and Summary	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
	ELECT INDEPENDENTS DIRECTOR VIA CUMULATIVE VOTING	Mgmt			
17.1	Elect Yang Xiongsheng as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR both nominees is warranted given the absence of any known issues concerning the nominees.</i>				
17.2	Elect Zeng Yang as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR both nominees is warranted given the absence of any known issues concerning the nominees.</i>				

Piotech, Inc.

Meeting Date: 05/20/2024

Country: China

Ticker: 688072

Record Date: 05/13/2024

Meeting Type: Annual

Primary Security ID: Y6S9PP108

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Annual Report and Summary	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
2	Approve Report of the Board of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
3	Approve Report of the Board of Supervisors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
4	Approve Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
5	Approve Financial Budget Report	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted due to a lack of disclosure.</i>				
6	Approve Amendments to Articles of Association	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
7	Approve Profit Distribution and Capitalization of Capital Reserves	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the proposed dividend payout is considered reasonable.</i>				
8	Approve to Appoint Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
9	Approve Remuneration of Directors and Supervisors	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted due to a lack of sufficient disclosure.</i>				
10	Approve Purchase of Liability Insurance for Directors, Supervisors and Senior Management Members	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				

Tongwei Co., Ltd.

Meeting Date: 05/20/2024

Country: China

Ticker: 600438

Record Date: 05/15/2024

Meeting Type: Annual

Primary Security ID: Y8884V108

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Report of the Board of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
2	Approve Report of the Board of Supervisors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
3	Approve Annual Report and Summary	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
4	Approve Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
5	Approve Profit Distribution	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the proposed dividend payout is considered reasonable.</i>				
6	Approve Remuneration and Appraisal for Directors and Supervisors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
7	Approve Shareholder Dividend Return Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
8	Approve to Appoint Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
9	Approve Provision of Guarantees	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because there is lack of disclosure on the pertinent details of this guarantee request.</i>				
10	Approve Provision of Guarantee for Corporate Customers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
11	Approve Application of Credit Lines	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because the proposed borrowing is considered excessive and may add to the company's financial burden, which is deemed not in the best interests of shareholders.</i>				
12	Approve Bill Pool Business	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because there is lack of disclosure on the pertinent details for shareholder to effectively assess the associated risks.</i>				
13	Approve Amendments to Articles of Association and Its Annexes	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted due to lack of sufficient disclosure.</i>				

Meeting Date: 05/20/2024

Country: USA

Ticker: TRN

Record Date: 03/22/2024

Meeting Type: Annual

Primary Security ID: 896522109

Shares Voted: 1,807

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director William P. Ainsworth	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Leldon Echols, William (Billy) Ainsworth, John Diez, Veena Lakkundi, and Dunia Shive is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Robert C. Biesterfeld, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Leldon Echols, William (Billy) Ainsworth, John Diez, Veena Lakkundi, and Dunia Shive is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director John J. Diez	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Leldon Echols, William (Billy) Ainsworth, John Diez, Veena Lakkundi, and Dunia Shive is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Leldon E. Echols	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Leldon Echols, William (Billy) Ainsworth, John Diez, Veena Lakkundi, and Dunia Shive is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Veena M. Lakkundi	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Leldon Echols, William (Billy) Ainsworth, John Diez, Veena Lakkundi, and Dunia Shive is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director S. Todd Maclin	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Leldon Echols, William (Billy) Ainsworth, John Diez, Veena Lakkundi, and Dunia Shive is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director E. Jean Savage	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Leldon Echols, William (Billy) Ainsworth, John Diez, Veena Lakkundi, and Dunia Shive is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Dunia A. Shive	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Leldon Echols, William (Billy) Ainsworth, John Diez, Veena Lakkundi, and Dunia Shive is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 5.75 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Yifeng Pharmacy Chain Co., Ltd.

Meeting Date: 05/20/2024

Country: China

Ticker: 603939

Record Date: 05/10/2024

Meeting Type: Annual

Primary Security ID: Y982AC104

Shares Voted: 8,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Report of the Board of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
2	Approve Report of the Board of Supervisors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
3	Approve Annual Report and Summary	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
4	Approve Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
5	Approve Profit Distribution and Capitalization of Capital Reserves	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the proposed dividend payout is considered reasonable.</i>				
6	Approve to Appoint Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
7	Approve Application of Bank Credit Lines	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the funds will be needed by the company and its subsidiaries to facilitate their daily operations and business development.</i>				
8	Approve Provision of Guarantee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because the level of guarantee to be provided to some of its subsidiaries is disproportionate to the level of ownership in the said subsidiaries. The company has failed to provide any justifications in the meeting circular.</i>				
9	Approve Use of Idle Own Funds for Entrusted Financial Management	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because the proposed investment could expose the company to unnecessary risks.</i>				

BioMarin Pharmaceutical Inc.

Meeting Date: 05/21/2024

Country: USA

Ticker: BMRN

Record Date: 03/25/2024

Meeting Type: Annual

Primary Security ID: 09061G101

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Elizabeth McKee Anderson	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Elizabeth (Liz) Anderson, Willard Dere, Elaine Heron and David Pyott for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Barbara W. Bodem	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Elizabeth (Liz) Anderson, Willard Dere, Elaine Heron and David Pyott for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Athena Countouriotis	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Elizabeth (Liz) Anderson, Willard Dere, Elaine Heron and David Pyott for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Willard Dere	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Elizabeth (Liz) Anderson, Willard Dere, Elaine Heron and David Pyott for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Mark J. Enyedy	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Elizabeth (Liz) Anderson, Willard Dere, Elaine Heron and David Pyott for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Alexander Hardy	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Elizabeth (Liz) Anderson, Willard Dere, Elaine Heron and David Pyott for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Elaine J. Heron	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Elizabeth (Liz) Anderson, Willard Dere, Elaine Heron and David Pyott for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Maykin Ho	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Elizabeth (Liz) Anderson, Willard Dere, Elaine Heron and David Pyott for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director Robert J. Hombach	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Elizabeth (Liz) Anderson, Willard Dere, Elaine Heron and David Pyott for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.10	Elect Director Richard A. Meier	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Elizabeth (Liz) Anderson, Willard Dere, Elaine Heron and David Pyott for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

BioMarin Pharmaceutical Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.11	Elect Director David E.I. Pyott	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Elizabeth (Liz) Anderson, Willard Dere, Elaine Heron and David Pyott for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.29 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				

CDW Corporation

Meeting Date: 05/21/2024 **Country:** USA **Ticker:** CDW
Record Date: 03/25/2024 **Meeting Type:** Annual
Primary Security ID: 12514G108

Shares Voted: 4,005

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Virginia C. Addicott	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1b	Elect Director James A. Bell	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1c	Elect Director Lynda M. Clarizio	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1d	Elect Director Anthony R. Foxx	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1e	Elect Director Kelly J. Grier	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1f	Elect Director Marc E. Jones	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1g	Elect Director Christine A. Leahy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director Sanjay Mehrotra	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1i	Elect Director David W. Nelms	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				

CDW Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1j	Elect Director Joseph R. Swedish	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1k	Elect Director Donna F. Zarcone	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as pay and performance are reasonably aligned for the year under review. Despite non-disclosure of forward-looking performance goals under the LTI, goals are disclosed retroactively following a multi-year performance period. Further, the short-term incentive is entirely performance-based with rigorous performance goals.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Report on Political Contributions	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted, as additional reporting on the company's political contributions and policies would benefit shareholders in assessing its management of related risks.</i>				

Ceva, Inc.

Meeting Date: 05/21/2024 **Country:** USA **Ticker:** CEVA
Record Date: 03/25/2024 **Meeting Type:** Annual
Primary Security ID: 157210105

Shares Voted: 396

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Bernadette Andrietti	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Bernadette Andrietti and Sven-Christer Nilsson for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Jaclyn Liu	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Bernadette Andrietti and Sven-Christer Nilsson for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Maria Marced	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Bernadette Andrietti and Sven-Christer Nilsson for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Peter McManamon	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Bernadette Andrietti and Sven-Christer Nilsson for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Ceva, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.5	Elect Director Sven-Christer Nilsson	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Bernadette Andrietti and Sven-Christer Nilsson for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.6	Elect Director Louis Silver	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Bernadette Andrietti and Sven-Christer Nilsson for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.7	Elect Director Amir Panush	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Bernadette Andrietti and Sven-Christer Nilsson for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST the proposal is warranted because: * High CEO pay relative to company performance compared to the company's peers; * High CEO pay in relation to company peer group CEO median pay levels; * Though annual bonus appears strongly performance based, there are a number of concerns regarding equity grants in FY23. * Though a majority of the LTI grant was in performance equity, a portion of the grant measured performance over a single year and merely targets median performance. * Though longer-term equity targets appear rigorous, the award will vest if any number of metrics meet target instead of each metric comprising a certain portion of the award. There also exist magnitude concerns, as the new CEO received a relatively large sign-on RSU grant and equity grant for the year in review.</i>					
3	Ratify Kost Forer Gabbay & Kasierer as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 13.21 percent of the fees paid to the auditor are for non-audit purposes.</i>					

Coca-Cola HBC AG

Meeting Date: 05/21/2024 **Country:** Switzerland **Ticker:** CCH
Record Date: 05/13/2024 **Meeting Type:** Annual
Primary Security ID: H1512E100

Shares Voted: 659

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>					
2	Approve Consolidated Non-Financial Report Under Swiss Statutory Law	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is considered warranted. This is a routine item under Swiss law.</i>					
3.1	Approve Allocation of Income	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this Item is warranted as no concerns have been identified.</i>					
3.2	Approve Dividend from Reserves	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Approve Discharge of Board and Executive Leadership Team	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the formal discharge of the Board and senior management are warranted, as there is no evidence that the board and senior management have not fulfilled their fiduciary duties.</i>				
5.1.1	Re-elect Anastassis David as Director and as Board Chairman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Reto Francioni, Charlotte Boyle and Anna Diamantopoulou is warranted for lack of diversity on the board. A vote FOR Anastassis David is warranted, but not without concern, as he has served on the Board for 17 years, beyond the UK Code recommendation for board chair tenure. However, the main reason for support is that his tenure has not coincided with that of the CEO, who has only served for five years. A vote FOR the remaining director nominees is warranted at this time.</i>				
5.1.2	Re-elect Zoran Bogdanovic as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Reto Francioni, Charlotte Boyle and Anna Diamantopoulou is warranted for lack of diversity on the board. A vote FOR Anastassis David is warranted, but not without concern, as he has served on the Board for 17 years, beyond the UK Code recommendation for board chair tenure. However, the main reason for support is that his tenure has not coincided with that of the CEO, who has only served for five years. A vote FOR the remaining director nominees is warranted at this time.</i>				
5.1.3	Re-elect Charlotte Boyle as Director and as Member of the Remuneration Committee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Reto Francioni, Charlotte Boyle and Anna Diamantopoulou is warranted for lack of diversity on the board. A vote FOR Anastassis David is warranted, but not without concern, as he has served on the Board for 17 years, beyond the UK Code recommendation for board chair tenure. However, the main reason for support is that his tenure has not coincided with that of the CEO, who has only served for five years. A vote FOR the remaining director nominees is warranted at this time.</i>				
5.1.4	Re-elect Henrique Braun as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Reto Francioni, Charlotte Boyle and Anna Diamantopoulou is warranted for lack of diversity on the board. A vote FOR Anastassis David is warranted, but not without concern, as he has served on the Board for 17 years, beyond the UK Code recommendation for board chair tenure. However, the main reason for support is that his tenure has not coincided with that of the CEO, who has only served for five years. A vote FOR the remaining director nominees is warranted at this time.</i>				
5.1.5	Re-elect Anna Diamantopoulou as Director and as Member of the Remuneration Committee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Reto Francioni, Charlotte Boyle and Anna Diamantopoulou is warranted for lack of diversity on the board. A vote FOR Anastassis David is warranted, but not without concern, as he has served on the Board for 17 years, beyond the UK Code recommendation for board chair tenure. However, the main reason for support is that his tenure has not coincided with that of the CEO, who has only served for five years. A vote FOR the remaining director nominees is warranted at this time.</i>				
5.1.6	Re-elect William Douglas III as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Reto Francioni, Charlotte Boyle and Anna Diamantopoulou is warranted for lack of diversity on the board. A vote FOR Anastassis David is warranted, but not without concern, as he has served on the Board for 17 years, beyond the UK Code recommendation for board chair tenure. However, the main reason for support is that his tenure has not coincided with that of the CEO, who has only served for five years. A vote FOR the remaining director nominees is warranted at this time.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5.1.7	Re-elect Reto Francioni as Director and as Member of the Remuneration Committee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Reto Francioni, Charlotte Boyle and Anna Diamantopoulou is warranted for lack of diversity on the board. A vote FOR Anastassis David is warranted, but not without concern, as he has served on the Board for 17 years, beyond the UK Code recommendation for board chair tenure. However, the main reason for support is that his tenure has not coincided with that of the CEO, who has only served for five years. A vote FOR the remaining director nominees is warranted at this time.</i>				
5.1.8	Re-elect Anastasios Leventis as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Reto Francioni, Charlotte Boyle and Anna Diamantopoulou is warranted for lack of diversity on the board. A vote FOR Anastassis David is warranted, but not without concern, as he has served on the Board for 17 years, beyond the UK Code recommendation for board chair tenure. However, the main reason for support is that his tenure has not coincided with that of the CEO, who has only served for five years. A vote FOR the remaining director nominees is warranted at this time.</i>				
5.1.9	Re-elect Christodoulos Leventis as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Reto Francioni, Charlotte Boyle and Anna Diamantopoulou is warranted for lack of diversity on the board. A vote FOR Anastassis David is warranted, but not without concern, as he has served on the Board for 17 years, beyond the UK Code recommendation for board chair tenure. However, the main reason for support is that his tenure has not coincided with that of the CEO, who has only served for five years. A vote FOR the remaining director nominees is warranted at this time.</i>				
5.1.A	Re-elect George Leventis as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Reto Francioni, Charlotte Boyle and Anna Diamantopoulou is warranted for lack of diversity on the board. A vote FOR Anastassis David is warranted, but not without concern, as he has served on the Board for 17 years, beyond the UK Code recommendation for board chair tenure. However, the main reason for support is that his tenure has not coincided with that of the CEO, who has only served for five years. A vote FOR the remaining director nominees is warranted at this time.</i>				
5.1.B	Re-elect Evgenia Stoitchkova as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Reto Francioni, Charlotte Boyle and Anna Diamantopoulou is warranted for lack of diversity on the board. A vote FOR Anastassis David is warranted, but not without concern, as he has served on the Board for 17 years, beyond the UK Code recommendation for board chair tenure. However, the main reason for support is that his tenure has not coincided with that of the CEO, who has only served for five years. A vote FOR the remaining director nominees is warranted at this time.</i>				
5.2.1	Elect Zulikat Abiola as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Reto Francioni, Charlotte Boyle and Anna Diamantopoulou is warranted for lack of diversity on the board. A vote FOR Anastassis David is warranted, but not without concern, as he has served on the Board for 17 years, beyond the UK Code recommendation for board chair tenure. However, the main reason for support is that his tenure has not coincided with that of the CEO, who has only served for five years. A vote FOR the remaining director nominees is warranted at this time.</i>				
5.2.2	Elect Glykeria Tsernou as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Reto Francioni, Charlotte Boyle and Anna Diamantopoulou is warranted for lack of diversity on the board. A vote FOR Anastassis David is warranted, but not without concern, as he has served on the Board for 17 years, beyond the UK Code recommendation for board chair tenure. However, the main reason for support is that his tenure has not coincided with that of the CEO, who has only served for five years. A vote FOR the remaining director nominees is warranted at this time.</i>				
6	Designate Ines Poeschel as Independent Proxy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because no concerns have been identified. The proposal is in line with Swiss law.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7.1	Reappoint PricewaterhouseCoopers AG as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.6 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
7.2	Advisory Vote on Reappointment of the Independent Registered Public Accounting Firm PricewaterhouseCoopers SA for UK Purposes	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.6 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
8	Approve UK Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is considered warranted, but is not without concern: * The one-off increase to the CEO's PSP award, which utilised the 'exceptional' award limit and raises significant concerns, was made during the year under review. * An element of the FY2021 awards, which vested in the year, features amended targets. This is generally not in line with market standards. * Total benefits paid to the CEO represents a 47% increase from the previous year's aggregate figure. The remuneration report does not provide any context for the substantial increase. The main reasons for support are: * Concerns on the CEO's FY2023 award have been highlighted in the vote recommendation of the 2023 Social Advisory Services report. * The amendment of the targets was prompted by methodology changes, after notification from a third-party source on material emissions factor change. * No overriding concerns on remuneration are raised.</i>				
9	Approve Remuneration Policy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is considered warranted as no significant concerns have been identified.</i>				
10	Approve Swiss Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is considered warranted, but is not without concern: * The one-off increase to the CEO's PSP award, which utilised the 'exceptional' award limit and raises significant concerns, was made during the year under review. * An element of the FY2021 awards, which vested in the year, features amended targets. This is generally not in line with market standards. * Total benefits paid to the CEO represents a 47% increase from the previous year's aggregate figure. The remuneration report does not provide any context for the substantial increase. The main reasons for support are: * Concerns on the CEO's FY2023 award have been highlighted in the vote recommendation of the 2023 Social Advisory Services report. * The amendment of the targets was prompted by methodology changes, after notification from a third-party source on material emissions factor change. * No overriding concerns on remuneration are raised.</i>				
11.1	Approve Maximum Aggregate Amount of Remuneration for Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. The overall level of remuneration are in line with what other UK companies are offering in order to attract and retain qualified directors and to reflect the increasing level of their responsibilities.</i>				
11.2	Approve Maximum Aggregate Amount of Remuneration for the Executive Leadership Team	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this Item is warranted as no particular concerns have been identified.</i>				
12	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				
13.1	Amend Articles Re: Alignment with Mandatory Provisions of the New Swiss Corporate Law	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because no corporate governance concerns have been identified.</i>				

Coca-Cola HBC AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
13.2	Amend Articles Re: Other Voluntary Changes	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted because no corporate governance concerns have been identified.</i></p>					

Elia Group SA/NV

Meeting Date: 05/21/2024 **Country:** Belgium **Ticker:** ELI
Record Date: 05/07/2024 **Meeting Type:** Annual
Primary Security ID: B35656105

Shares Voted: 4,502

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt			
1	Receive Directors' Reports (Non-Voting)	Mgmt			
<p><i>Voting Policy Rationale: No vote is required.</i></p>					
2	Receive Auditors' Reports (Non-Voting)	Mgmt			
<p><i>Voting Policy Rationale: No vote is required.</i></p>					
3	Approve Financial Statements and Allocation of Income	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this dividend proposal is warranted because the proposed payout ratio is adequate without being excessive.</i></p>					
4	Approve Amended Remuneration Policy	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is warranted because the proposed remuneration policy is broadly in line with market practice, regarding both actual content and disclosure. Several improvements have been made in the proposed remuneration policy. Support is however qualified because we note that one-off bonuses are still included, but with a set limit capped at the amount of the short-term bonus for the given financial year. Furthermore, the disclosure regarding the vesting of the LTIP and the derogation clause is not fully transparent.</i></p>					
5	Approve Remuneration Report	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A qualified vote FOR is warranted as the proposed remuneration is broadly in line to market standards. We note the improvements regarding the LTIP and STIP disclosure on disclosure of performance metrics and achievement levels. However, we do note there is a lack of responsiveness regarding the significant dissent, which is mitigated as the company provided improvements in both the remuneration policy and report.</i></p>					
6	Receive Directors' Reports on the Consolidated Annual Accounts (IFRS) (Non-Voting)	Mgmt			
<p><i>Voting Policy Rationale: No vote is required.</i></p>					
7	Receive Auditors' Reports on the Consolidated Annual Accounts (IFRS) (Non-Voting)	Mgmt			
<p><i>Voting Policy Rationale: No vote is required.</i></p>					

Elia Group SA/NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8	Receive Consolidated Financial Statements and Statutory Reports (IFRS) (Non-Voting)	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
9	Approve Discharge of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted in the absence of any information about significant and compelling controversies that the board is not fulfilling its fiduciary duties.</i>				
10	Approve Discharge of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted in the absence of any information about significant and compelling controversies that the auditor is not fulfilling its duties.</i>				
11	Appoint EY and BDO as Auditors for the Sustainability Reporting	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
12	Transact Other Business	Mgmt			
	<i>Voting Policy Rationale: This is a routine non-voting item.</i>				

Elia Group SA/NV

Meeting Date: 05/21/2024

Country: Belgium

Ticker: ELI

Record Date: 05/07/2024

Meeting Type: Extraordinary Shareholders

Primary Security ID: B35656105

Shares Voted: 4,502

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Extraordinary Meeting Agenda	Mgmt			
1	Receive Special Board Report Re: Article 7:154 of the Companies and Associations Code	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
2	Amend Article 3 and 13 of the Articles of Association Re: Object of the Company	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted as the proposed changes are related to legal changes. These amendments are neutral in terms of shareholders' rights.</i>				
3	Receive Special Board Report Re: Articles 7:199 and 7:155 of the Companies and Associations Code	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				

Elia Group SA/NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Approve Authorization to Increase Share Capital up to 70 percent of Authorized Capital by Various Means and Amend Article 7 of the Articles of Association	Mgmt	For	For	For

*Voting Policy Rationale: A vote FOR is warranted because: * The proposed capital authorization is specifically purposed to finance the company's updated Capex programme for the next five years (2024-2028); * The company has provided compelling background and planning on investments as part of its strategy update as explained on the capital markets day on Dec. 8, 2023; * The planned Capex expenditure is largely part of regulated development plans and as such subject to further regulatory approvals; * The company has also provided further details on expected returns (ROE of 7-8 percent) in the coming years, and market reaction to the updated capex programme was positive. However, this is not without some level of concern for the extensive time horizon on this specific capital authorization and that it might be done with exclusion of preemptive rights for up to 20 percent of current issued capital.*

Envista Holdings Corporation

Meeting Date: 05/21/2024

Country: USA

Ticker: NVST

Record Date: 03/25/2024

Meeting Type: Annual

Primary Security ID: 29415F104

Shares Voted: 1,924

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Amir Aghdaei *Withdrawn Resolution*	Mgmt			
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members R. Scott Huennekens, Wendy Carruthers, and Kieran Gallahue for lack of diversity on the board. WITHHOLD votes are also warranted for Daniel Raskas for serving as a non-independent member of a key board committee. Votes FOR the remaining director nominees are warranted.</i></p>					
1.2	Elect Director Wendy Carruthers	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members R. Scott Huennekens, Wendy Carruthers, and Kieran Gallahue for lack of diversity on the board. WITHHOLD votes are also warranted for Daniel Raskas for serving as a non-independent member of a key board committee. Votes FOR the remaining director nominees are warranted.</i></p>					
1.3	Elect Director Kieran T. Gallahue	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members R. Scott Huennekens, Wendy Carruthers, and Kieran Gallahue for lack of diversity on the board. WITHHOLD votes are also warranted for Daniel Raskas for serving as a non-independent member of a key board committee. Votes FOR the remaining director nominees are warranted.</i></p>					
1.4	Elect Director Scott Huennekens	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members R. Scott Huennekens, Wendy Carruthers, and Kieran Gallahue for lack of diversity on the board. WITHHOLD votes are also warranted for Daniel Raskas for serving as a non-independent member of a key board committee. Votes FOR the remaining director nominees are warranted.</i></p>					

Envista Holdings Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.5	Elect Director Barbara B. Hulit	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members R. Scott Huennekens, Wendy Carruthers, and Kieran Gallahue for lack of diversity on the board. WITHHOLD votes are also warranted for Daniel Raskas for serving as a non-independent member of a key board committee. Votes FOR the remaining director nominees are warranted.</i>				
1.6	Elect Director Vivek Jain	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members R. Scott Huennekens, Wendy Carruthers, and Kieran Gallahue for lack of diversity on the board. WITHHOLD votes are also warranted for Daniel Raskas for serving as a non-independent member of a key board committee. Votes FOR the remaining director nominees are warranted.</i>				
1.7	Elect Director Daniel A. Raskas	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members R. Scott Huennekens, Wendy Carruthers, and Kieran Gallahue for lack of diversity on the board. WITHHOLD votes are also warranted for Daniel Raskas for serving as a non-independent member of a key board committee. Votes FOR the remaining director nominees are warranted.</i>				
1.8	Elect Director Christine Tsingos	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members R. Scott Huennekens, Wendy Carruthers, and Kieran Gallahue for lack of diversity on the board. WITHHOLD votes are also warranted for Daniel Raskas for serving as a non-independent member of a key board committee. Votes FOR the remaining director nominees are warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.99 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				
4	Amend Certificate of Incorporation to Provide for the Exculpation of Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i>				
5.9	Elect Director Paul Keel	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members R. Scott Huennekens, Wendy Carruthers, and Kieran Gallahue for lack of diversity on the board. WITHHOLD votes are also warranted for Daniel Raskas for serving as a non-independent member of a key board committee. Votes FOR the remaining director nominees are warranted.</i>				

GE Healthcare Technologies, Inc.

Meeting Date: 05/21/2024

Country: USA

Ticker: GEHC

Record Date: 03/25/2024

Meeting Type: Annual

Primary Security ID: 36266G107

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Peter J. Arduini	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1b	Elect Director H. Lawrence Culp, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1c	Elect Director Rodney F. Hochman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1d	Elect Director Lloyd W. Howell, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1e	Elect Director Risa Lavizzo-Mourey	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1f	Elect Director Catherine Lesjak	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1g	Elect Director Anne T. Madden	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director Tomislav Mihaljevic	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1i	Elect Director William J. Stromberg	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1j	Elect Director Phoebe L. Yang	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance were reasonably aligned for the year in review.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				

Gotion High-tech Co., Ltd

Meeting Date: 05/21/2024

Country: China

Ticker: 002074

Record Date: 05/13/2024

Meeting Type: Annual

Primary Security ID: Y4439F110

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Report of the Board of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
2	Approve Report of the Board of Supervisors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
3	Approve Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
4	Approve Annual Report and Summary	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
5	Approve Report on the Deposit and Usage of Raised Funds	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
6	Approve Profit Distribution	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the proposed dividend payout is considered reasonable.</i>				
7	Approve Financial Budget Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
8	Approve Application of Credit Lines	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the funds will be needed by the company and its subsidiaries to facilitate their daily operations and business development.</i>				
9	Approve Provision of Guarantee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
10	Approve Use of Idle Own Funds for Entrusted Financial Management	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because the proposed investment could expose the company to unnecessary risks.</i>				
11	Approve Foreign Exchange Hedging Business	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this routine item is merited because the use of financial derivatives is for hedging purpose only.</i>				
12	Approve Related Party Transaction	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
13	Approve to Appoint Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				

Gotion High-tech Co., Ltd

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
14	Approve Remuneration of Directors, Supervisors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					
15	Approve Draft and Summary of Employee Share Purchase Plan	SH	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted given that the company's significant shareholder (i.e. an individual with 5 percent or more of beneficial ownership of the company) is involved as a plan participant.</i>					
16	Approve Methods to Assess the Performance of Plan Participants	SH	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted given that the company's significant shareholder (i.e. an individual with 5 percent or more of beneficial ownership of the company) is involved as a plan participant.</i>					
17	Approve Authorization of the Board to Handle All Related Matters	SH	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted given that the company's significant shareholder (i.e. an individual with 5 percent or more of beneficial ownership of the company) is involved as a plan participant.</i>					
18	Approve Formulation of Working System for Independent Directors	SH	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					

Henry Schein, Inc.

Meeting Date: 05/21/2024 **Country:** USA **Ticker:** HSIC
Record Date: 03/22/2024 **Meeting Type:** Annual
Primary Security ID: 806407102

Shares Voted: 4,311

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Mohamad Ali	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Philip (Phil) Laskawy, Deborah (Deb) Derby and Bradley Sheares is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1b	Elect Director Stanley M. Bergman	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Philip (Phil) Laskawy, Deborah (Deb) Derby and Bradley Sheares is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1c	Elect Director Deborah Derby	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Philip (Phil) Laskawy, Deborah (Deb) Derby and Bradley Sheares is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1d	Elect Director Carole T. Faig	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Philip (Phil) Laskawy, Deborah (Deb) Derby and Bradley Sheares is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1e	Elect Director Joseph L. Herring	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Philip (Phil) Laskawy, Deborah (Deb) Derby and Bradley Sheares is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Kurt P. Kuehn	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Philip (Phil) Laskawy, Deborah (Deb) Derby and Bradley Sheares is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Philip A. Laskawy	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Philip (Phil) Laskawy, Deborah (Deb) Derby and Bradley Sheares is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Anne H. Margulies	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Philip (Phil) Laskawy, Deborah (Deb) Derby and Bradley Sheares is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Mark E. Mlotek	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Philip (Phil) Laskawy, Deborah (Deb) Derby and Bradley Sheares is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Carol Raphael	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Philip (Phil) Laskawy, Deborah (Deb) Derby and Bradley Sheares is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Scott Serota	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Philip (Phil) Laskawy, Deborah (Deb) Derby and Bradley Sheares is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director Bradley T. Sheares	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Philip (Phil) Laskawy, Deborah (Deb) Derby and Bradley Sheares is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1m	Elect Director Reed V. Tuckson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Philip (Phil) Laskawy, Deborah (Deb) Derby and Bradley Sheares is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Amend Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Although some concerns persist regarding the lack of disclosure of forward-looking performance targets underlying the PSU, targets and achieved results are disclosed following the completion of the performance period. Additionally, annual incentive awards continue to be based primarily on an objective financial performance metric.</i>				

Henry Schein, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Ratify BDO USA, P.C. as Auditor	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.32 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					

Insight Enterprises, Inc.

Meeting Date: 05/21/2024 **Country:** USA **Ticker:** NSIT
Record Date: 03/27/2024 **Meeting Type:** Annual
Primary Security ID: 45765U103

Shares Voted: 157

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Joyce A. Mullen	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominee is warranted.</i></p>					
1.2	Elect Director Timothy A. Crown	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominee is warranted.</i></p>					
1.3	Elect Director Richard E. Allen	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominee is warranted.</i></p>					
1.4	Elect Director Bruce W. Armstrong	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominee is warranted.</i></p>					
1.5	Elect Director Alexander L. Baum	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominee is warranted.</i></p>					
1.6	Elect Director Linda M. Breard	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominee is warranted.</i></p>					
1.7	Elect Director Catherine Courage	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominee is warranted.</i></p>					
1.8	Elect Director Anthony A. Ibarquen	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominee is warranted.</i></p>					
1.9	Elect Director Kathleen S. Pushor	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominee is warranted.</i></p>					
1.10	Elect Director Girish Rishi	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominee is warranted.</i></p>					

Insight Enterprises, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>					
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.45 percent of the fees paid to the auditor are for non-audit purposes.</i>					

JA Solar Technology Co., Ltd.

Meeting Date: 05/21/2024 **Country:** China **Ticker:** 002459
Record Date: 05/15/2024 **Meeting Type:** Annual
Primary Security ID: Y7163W100

Shares Voted: 29,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Report of the Board of Directors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
2	Approve Report of the Board of Supervisors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
3	Approve Financial Statements	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
4	Approve Profit Distribution	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because the proposed dividend payout is considered reasonable.</i>					
5	Approve Annual Report and Summary	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
6	Approve Change in Registered Capital	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					
7	Approve Amendments to Articles of Association	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					
8.1	APPROVE CORPORATE GOVERNANCE SYSTEMS	Mgmt			
8.1	Amend Rules and Procedures Regarding General Meetings of Shareholders	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted given that the company has not specified the details and the provisions covered under the proposed amendments.</i>					

JA Solar Technology Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8.2	Amend Rules and Procedures Regarding Meetings of Board of Directors	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted given that the company has not specified the details and the provisions covered under the proposed amendments.</i>				
8.3	Amend Working System for Independent Directors	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted given that the company has not specified the details and the provisions covered under the proposed amendments.</i>				
8.4	Amend External Guarantee Management System	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted given that the company has not specified the details and the provisions covered under the proposed amendments.</i>				
8.5	Amend Related Party Transaction Decision-making System	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted given that the company has not specified the details and the provisions covered under the proposed amendments.</i>				
8.6	Amend Entrusted Financial Management System	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted given that the company has not specified the details and the provisions covered under the proposed amendments.</i>				
8.7	Amend Information Disclosure Management System	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted given that the company has not specified the details and the provisions covered under the proposed amendments.</i>				

JPMorgan Chase & Co.

Meeting Date: 05/21/2024 **Country:** USA **Ticker:** JPM
Record Date: 03/22/2024 **Meeting Type:** Annual
Primary Security ID: 46625H100

Shares Voted: 23,509

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Linda B. Bammann	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1b	Elect Director Stephen B. Burke	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1c	Elect Director Todd A. Combs	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1d	Elect Director Alicia Boler Davis	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1e	Elect Director James Dimon	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1f	Elect Director Alex Gorsky	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1g	Elect Director Melody Hobson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director Phebe N. Novakovic	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1i	Elect Director Virginia M. Rometty	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1j	Elect Director Mark A. Weinberger	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, with caution. There are ongoing concerns regarding the degree of discretion in incentive award determinations and the absence of certain shareholder-friendly disclosures, including preset target goals for annual cash incentive awards. However, financial metrics evaluated were consistent with the prior year, and LTI awards were majority performance-conditioned and based on clearly-disclosed multi-year goals. Importantly, noted concerns have not contributed to a quantitative pay-for-performance misalignment. A quantitative pay-for-performance misalignment going forward may be met with increased scrutiny of pay program structure and disclosures.</i>				
3	Amend Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
5	Require Independent Board Chair	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the importance of having an independent chairman of the board, and shareholders would benefit from more independent oversight.</i>				
6	Report on Impacts of JPMC's Climate Transition Policies	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted as the company appears to provide sufficient disclosure around how it weighs the costs and benefits associated with its policies toward the energy transition.</i>				
7	Report on Respecting Indigenous Peoples' Rights	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. The bank and its shareholders are likely to benefit from increased transparency regarding due diligence around Indigenous Peoples' rights in project-related financing and clients' activities, for existing and future business.</i>				

JPMorgan Chase & Co.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8	Review Proxy Voting Record and Policies Related to Climate Change and Diversity	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted. The requested report would benefit shareholders by allowing them to assess the company's policies and proxy voting practices on diversity and climate change-related issues, as well as providing a better understanding of the company's policy positions on such topics. Additional information regarding the potential risks of misalignment between the company's proxy voting policies and practices as well as the company's strategies for addressing those issues would further complement the company's commitments.</i></p>					
9	Commission Third Party Report on Due Diligence Process of Doing Business in Conflict Affected Areas	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, as additional information regarding the processes the company uses to identify and assess human rights impacts in its operations and supply chain would allow shareholders to better gauge how the company is managing human rights related risks. Additionally, such a report would provide additional information to shareholders to evaluate how the company is evaluating and managing related operational risks that could potentially negatively affect shareholder value.</i></p>					
10	Submit Severance Agreement to Shareholder Vote	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted. Although the company does not currently maintain severance or golden parachute arrangements, the company also does not disclose a policy that future cash severance payments beyond market norms would require shareholder approval. The requested policy would therefore represent an enhancement to shareholders' interests.</i></p>					
11	Report on Civil Rights and Non-Discrimination Audit	SH	Against	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this resolution is warranted as the company provides adequate disclosures related to its commitment to not discriminate against employees.</i></p>					

Nongfu Spring Co., Ltd.

Meeting Date: 05/21/2024 **Country:** China **Ticker:** 9633
Record Date: 05/14/2024 **Meeting Type:** Annual
Primary Security ID: Y6367W106

Shares Voted: 19,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Rao Minghong as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR Rao Minghong is warranted.</i></p>					
2	Elect Yu Minyu as Supervisor	Mgmt	For	For	For
<p><i>Voting Policy Rationale: In the absence of any known issues relating to the Yu Minyu, a vote FOR her election is warranted.</i></p>					
3	Amend Rules of Procedures of the Shareholders' General Meeting	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST the proposed amendments to the General Meeting Rules, and Articles under Items 3 and 14, respectively, is warranted given the proposed amendments would include the removal of the class meeting requirement which would reduce the safeguards available to shareholders and would limit the ability of a particular class of shareholders to reject proposals that could result to unfavorable outcomes for minority shareholders. A vote FOR the proposed amendments to the Board Rules and Supervisory Rules under Items 4 and 5, respectively, is warranted given that the amendments to the Board Rules and Supervisory Rules are mainly proposed to reflect changes in the relevant laws and regulations and that overall, the amendments would enhance shareholders' rights, a vote FOR these proposals is warranted.</i></p>					

Nongfu Spring Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Amend Rules of Procedures of the Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the proposed amendments to the General Meeting Rules, and Articles under Items 3 and 14, respectively, is warranted given the proposed amendments would include the removal of the class meeting requirement which would reduce the safeguards available to shareholders and would limit the ability of a particular class of shareholders to reject proposals that could result to unfavorable outcomes for minority shareholders. A vote FOR the proposed amendments to the Board Rules and Supervisory Rules under Items 4 and 5, respectively, is warranted given that the amendments to the Board Rules and Supervisory Rules are mainly proposed to reflect changes in the relevant laws and regulations and that overall, the amendments would enhance shareholders' rights, a vote FOR these proposals is warranted.</i>				
5	Amend Rules of Procedures of the Supervisory Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the proposed amendments to the General Meeting Rules, and Articles under Items 3 and 14, respectively, is warranted given the proposed amendments would include the removal of the class meeting requirement which would reduce the safeguards available to shareholders and would limit the ability of a particular class of shareholders to reject proposals that could result to unfavorable outcomes for minority shareholders. A vote FOR the proposed amendments to the Board Rules and Supervisory Rules under Items 4 and 5, respectively, is warranted given that the amendments to the Board Rules and Supervisory Rules are mainly proposed to reflect changes in the relevant laws and regulations and that overall, the amendments would enhance shareholders' rights, a vote FOR these proposals is warranted.</i>				
6	Approve Report of the Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				
7	Approve Report of the Supervisory Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				
8	Approve Consolidated Financial Statements and Report of the Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				
9	Approve Pan-China Certified Public Accountants LLP as Domestic Auditor and Ernst & Young as Overseas Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the audit firm, its remuneration, and the way the audit was conducted.</i>				
10	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine dividend proposal.</i>				
11	Approve Application for Credit Lines from Banks and Other Financial Institutions and Relevant Authorizations to the Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted given that the application for credit line facilities would provide additional financing channels for the company.</i>				
12	Approve Provision of Guarantee in Favour of Wholly-Owned Subsidiaries	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted considering the company's ownership stakes in entities being guaranteed, the potential reduction in the borrowing cost, and the operational needs.</i>				

Nongfu Spring Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
13	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this resolution is warranted for the following: * The aggregate share issuance limit is greater than 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has not specified the discount limit for issuance for cash and non-cash consideration.</i></p>					
14	Amend Articles of Association	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST the proposed amendments to the General Meeting Rules, and Articles under Items 3 and 14, respectively, is warranted given the proposed amendments would include the removal of the class meeting requirement which would reduce the safeguards available to shareholders and would limit the ability of a particular class of shareholders to reject proposals that could result to unfavorable outcomes for minority shareholders. A vote FOR the proposed amendments to the Board Rules and Supervisory Rules under Items 4 and 5, respectively, is warranted given that the amendments to the Board Rules and Supervisory Rules are mainly proposed to reflect changes in the relevant laws and regulations and that overall, the amendments would enhance shareholders' rights, a vote FOR these proposals is warranted.</i></p>					

Nongfu Spring Co., Ltd.

Meeting Date: 05/21/2024 **Country:** China **Ticker:** 9633
Record Date: 05/14/2024 **Meeting Type:** Special
Primary Security ID: Y6367W106

Shares Voted: 19,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	CLASS MEETING FOR HOLDERS OF H SHARES Amend Articles of Association	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST the proposed amendments to the Articles is warranted given the proposed amendments would include the removal of the class meeting requirement which would reduce the safeguards available to shareholders and would limit the ability of a particular class of shareholders to reject proposals that could result to unfavorable outcomes for minority shareholders.</i></p>					

Omniceil, Inc.

Meeting Date: 05/21/2024 **Country:** USA **Ticker:** OMCL
Record Date: 03/28/2024 **Meeting Type:** Annual
Primary Security ID: 68213N109

Shares Voted: 381

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Randall A. Lipps	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Randall Lipps and Mark Parrish for lack of diversity on the board. Votes FOR new director nominee Kaushik (Bobby) Ghoshal are warranted at this time.</i></p>					
1.2	Elect Director Mark W. Parrish	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Randall Lipps and Mark Parrish for lack of diversity on the board. Votes FOR new director nominee Kaushik (Bobby) Ghoshal are warranted at this time.</i></p>					

Omniceil, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Director Kaushik "Bobby" Ghoshal	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Randall Lipps and Mark Parrish for lack of diversity on the board. Votes FOR new director nominee Kaushik (Bobby) Ghoshal are warranted at this time.</i>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>					
3	Amend Omnibus Stock Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>					
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.21 percent of the fees paid to the auditor are for non-audit purposes.</i>					

Pop Mart International Group Ltd.

Meeting Date: 05/21/2024

Country: Cayman Islands

Ticker: 9992

Record Date: 05/14/2024

Meeting Type: Annual

Primary Security ID: G7170M103

Shares Voted: 18,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR this resolution is warranted.</i>					
2	Approve Final Dividend	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine dividend proposal.</i>					
3a	Elect Moon Duk Il as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>					
3b	Elect Zhang Jianjun as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>					
3c	Elect Wu Liansheng as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>					
3d	Elect Ngan King Leung Gary as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>					

Pop Mart International Group Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3e	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Director fees at Hong Kong-listed companies are usually reasonable. In the absence of known concerns over director remuneration at the company, a vote FOR this proposal is warranted.</i></p>					
4	Approve PricewaterhouseCoopers as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the audit firm, its remuneration, and the way the audit was conducted.</i></p>					
5A	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST these resolutions is warranted for the following: * The aggregate share issuance limit is greater than 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has not specified the discount limit for issuance for cash and non-cash consideration.</i></p>					
5B	Authorize Repurchase of Issued Share Capital	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted given the absence of any known issues concerning the proposed share repurchase.</i></p>					
5C	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST these resolutions is warranted for the following: * The aggregate share issuance limit is greater than 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has not specified the discount limit for issuance for cash and non-cash consideration.</i></p>					
6	Amend Existing Memorandum of Association and Articles of Association and Adopt Third Amended and Restated Memorandum of Association and Articles of Association and Related Transactions	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Given that the amendments are mainly proposed to reflect changes in the relevant laws and regulations and rights, a vote FOR this proposal is warranted.</i></p>					

Summit Materials, Inc.

Meeting Date: 05/21/2024 **Country:** USA **Ticker:** SUM
Record Date: 03/25/2024 **Meeting Type:** Annual
Primary Security ID: 86614U100

Shares Voted: 1,725

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Juan Esteban Calle	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1.2	Elect Director Joseph S. Cantie	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					

Summit Materials, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Director Anne M. Cooney	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.4	Elect Director Susan A. Ellerbusch	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.5	Elect Director Howard L. Lance	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.6	Elect Director Irene Moshouris	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.7	Elect Director Anne P. Noonan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.8	Elect Director Tamla D. Oates-Forney	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.9	Elect Director Jorge Mario Velasquez	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.10	Elect Director Anne K. Wade	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.11	Elect Director Steven H. Wunning	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				

Treace Medical Concepts, Inc.

Meeting Date: 05/21/2024

Country: USA

Ticker: TMCI

Record Date: 03/25/2024

Meeting Type: Annual

Primary Security ID: 89455T109

Shares Voted: 760

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director John K. Bakewell	Mgmt	For	Withhold	Withhold

Treace Medical Concepts, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member John Bakewell for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee member John Bakewell for failing to remove, or subject to a sunset requirement, the classified board and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.2	Elect Director Richard W. Mott	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member John Bakewell for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee member John Bakewell for failing to remove, or subject to a sunset requirement, the classified board and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.3	Elect Director John T. Treace	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member John Bakewell for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee member John Bakewell for failing to remove, or subject to a sunset requirement, the classified board and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominee(s) is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; and * The company provides for excise tax-gross ups in existing agreements.</i>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
	<i>Voting Policy Rationale: A vote for the adoption of an ANNUAL say-on-pay frequency is warranted. Annual say-on-pay votes are considered a best practice as they give shareholders a regular opportunity to opine on executive pay.</i>				
4	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 5.22 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Veralto Corp.

Meeting Date: 05/21/2024 **Country:** USA **Ticker:** VLTO
Record Date: 03/25/2024 **Meeting Type:** Annual
Primary Security ID: 92338C103

Shares Voted: 2,223

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Francoise Colpron	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all director nominees is warranted at this time.</i>				
1b	Elect Director Shyam P. Kambeyanda	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all director nominees is warranted at this time.</i>				
1c	Elect Director William H. King	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all director nominees is warranted at this time.</i>				

Veralto Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.23 percent of the fees paid to the auditor are for non-audit purposes.</i>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted. There are certain concerns raised regarding numerous one-time cash and equity grants for NEOs in connection with the spinoff. However, this concern is mitigated given their magnitude, the company's disclosed rationale, and planned changes to STI and LTI programs in FY24 which will increase the use of quantitative metrics and introduce performance-based equity.</i>					
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
<i>Voting Policy Rationale: A vote for the adoption of an ANNUAL say-on-pay frequency is warranted. Annual say-on-pay votes are considered a best practice as they give shareholders a regular opportunity to opine on executive pay.</i>					

Vishay Intertechnology, Inc.

Meeting Date: 05/21/2024 **Country:** USA **Ticker:** VSH
Record Date: 03/25/2024 **Meeting Type:** Annual
Primary Security ID: 928298108

Shares Voted: 849

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director John Malvisi	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Marc Zandman, Ziv Shoshani and Ruta Zandman for lack of diversity on the board. WITHHOLD votes are warranted for incumbent director nominees Marc Zandman, Ziv Shoshani, and Ruta Zandman for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominee is warranted.</i>					
1.2	Elect Director Marc Zandman	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Marc Zandman, Ziv Shoshani and Ruta Zandman for lack of diversity on the board. WITHHOLD votes are warranted for incumbent director nominees Marc Zandman, Ziv Shoshani, and Ruta Zandman for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominee is warranted.</i>					
1.3	Elect Director Ruta Zandman	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Marc Zandman, Ziv Shoshani and Ruta Zandman for lack of diversity on the board. WITHHOLD votes are warranted for incumbent director nominees Marc Zandman, Ziv Shoshani, and Ruta Zandman for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominee is warranted.</i>					
1.4	Elect Director Ziv Shoshani	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Marc Zandman, Ziv Shoshani and Ruta Zandman for lack of diversity on the board. WITHHOLD votes are warranted for incumbent director nominees Marc Zandman, Ziv Shoshani, and Ruta Zandman for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominee is warranted.</i>					
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 23.29 percent of the fees paid to the auditor are for non-audit purposes.</i>					

Vishay Intertechnology, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i></p>					

Align Technology, Inc.

Meeting Date: 05/22/2024 **Country:** USA **Ticker:** ALGN
Record Date: 03/25/2024 **Meeting Type:** Annual
Primary Security ID: 016255101

Shares Voted: 512

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Kevin T. Conroy	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1.2	Elect Director Kevin J. Dallas	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1.3	Elect Director Joseph "Joe" M. Hogan	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1.4	Elect Director Joseph Lacob	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1.5	Elect Director C. Raymond Larkin, Jr.	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1.6	Elect Director George J. Morrow	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1.7	Elect Director Anne M. Myong	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1.8	Elect Director Mojdeh Poul	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1.9	Elect Director Andrea L. Saia	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1.10	Elect Director Susan E. Siegel	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 19.45 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					

Align Technology, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * High CEO pay relative to company performance compared to the company's peers; * High CEO pay in relation to company peer group CEO median pay levels; * The company has not disclosed any short- and long-term E&S performance incentives; and * The company maintains an auto-accelerated equity vesting change-in-control provision.</i></p>					
4	Adopt Simple Majority Vote	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted given that elimination of the supermajority vote requirement would enhance shareholder rights.</i></p>					

Amazon.com, Inc.

Meeting Date: 05/22/2024 **Country:** USA **Ticker:** AMZN
Record Date: 03/28/2024 **Meeting Type:** Annual
Primary Security ID: 023135106

Shares Voted: 74,145

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Jeffrey P. Bezos	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. * Votes AGAINST board chair Jeffrey Bezos are warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. Votes AGAINST incumbent nominating committee members Jamie Gorelick, Jonathan Rubinstein, and Patricia Stonesifer are warranted for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i></p>					
1b	Elect Director Andrew R. Jassy	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. * Votes AGAINST board chair Jeffrey Bezos are warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. Votes AGAINST incumbent nominating committee members Jamie Gorelick, Jonathan Rubinstein, and Patricia Stonesifer are warranted for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i></p>					
1c	Elect Director Keith B. Alexander	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. * Votes AGAINST board chair Jeffrey Bezos are warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. Votes AGAINST incumbent nominating committee members Jamie Gorelick, Jonathan Rubinstein, and Patricia Stonesifer are warranted for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1d	Elect Director Edith W. Cooper	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. * Votes AGAINST board chair Jeffrey Bezos are warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. Votes AGAINST incumbent nominating committee members Jamie Gorelick, Jonathan Rubinstein, and Patricia Stonesifer are warranted for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i></p>				
1e	Elect Director Jamie S. Gorelick	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. * Votes AGAINST board chair Jeffrey Bezos are warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. Votes AGAINST incumbent nominating committee members Jamie Gorelick, Jonathan Rubinstein, and Patricia Stonesifer are warranted for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i></p>				
1f	Elect Director Daniel P. Huttenlocher	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. * Votes AGAINST board chair Jeffrey Bezos are warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. Votes AGAINST incumbent nominating committee members Jamie Gorelick, Jonathan Rubinstein, and Patricia Stonesifer are warranted for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i></p>				
1g	Elect Director Andrew Y. Ng	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. * Votes AGAINST board chair Jeffrey Bezos are warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. Votes AGAINST incumbent nominating committee members Jamie Gorelick, Jonathan Rubinstein, and Patricia Stonesifer are warranted for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i></p>				
1h	Elect Director Indra K. Nooyi	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. * Votes AGAINST board chair Jeffrey Bezos are warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. Votes AGAINST incumbent nominating committee members Jamie Gorelick, Jonathan Rubinstein, and Patricia Stonesifer are warranted for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i></p>				
1i	Elect Director Jonathan J. Rubinstein	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. * Votes AGAINST board chair Jeffrey Bezos are warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. Votes AGAINST incumbent nominating committee members Jamie Gorelick, Jonathan Rubinstein, and Patricia Stonesifer are warranted for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i></p>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1j	Elect Director Brad D. Smith	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. * Votes AGAINST board chair Jeffrey Bezos are warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. Votes AGAINST incumbent nominating committee members Jamie Gorelick, Jonathan Rubinstein, and Patricia Stonesifer are warranted for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i></p>				
1k	Elect Director Patricia Q. Stonesifer	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. * Votes AGAINST board chair Jeffrey Bezos are warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. Votes AGAINST incumbent nominating committee members Jamie Gorelick, Jonathan Rubinstein, and Patricia Stonesifer are warranted for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i></p>				
1l	Elect Director Wendell P. Weeks	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. * Votes AGAINST board chair Jeffrey Bezos are warranted given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. Votes AGAINST incumbent nominating committee members Jamie Gorelick, Jonathan Rubinstein, and Patricia Stonesifer are warranted for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i></p>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i></p>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: While a pay-for-performance misalignment was identified for the year in review and certain concerns remain surrounding the company's pay program structure, as no portion of NEO compensation is directly tied to the achievement of pre-set performance criteria, certain mitigating factors have been identified. Specifically, it is recognized that FY23 pay for all NEOs was relatively low, consisting only of a base salary and certain perquisites. In addition, no equity awards were provided to NEOs in FY23, following relatively large grants made to certain NEOs during the prior fiscal year. However, following consecutive years of relatively low support for this proposal, the compensation committee demonstrated limited responsiveness to certain shareholders' concerns. The compensation committee engaged with shareholders, disclosed specific feedback, and provided enhanced disclosure surrounding the current pay program design and philosophy. While this greater transparency into the committee's rationale for its pay practices is recognized, the company did not make material changes to the pay program to address certain shareholder concerns. Although the company has demonstrated a degree of responsiveness by addressing certain shareholders questions, the lack of actions taken in respect to certain areas of concern falls short of adequate responsiveness. In light of the committee's limited responsiveness to the relatively low say-on-pay vote last year, a vote AGAINST this proposal is warranted.</i></p>				
4	Establish a Public Policy Committee	SH	Against	For	For
	<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted. By establishing a dedicated Public Policy Committee, the company will have a centralized device to continue, ensure, and promote its social and environmental policies and initiatives. The adoption of this resolution will also solidify the company's position among its peers as an industry leader in this area of environmental sustainability.</i></p>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Establish a Board Committee on Corporate Financial Sustainability	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted. The company has a board committee with responsibility to oversee operations and supply chain and engagement with customers, suppliers, and communities, and, absent clear performance concerns, the board is generally given latitude to determine its committee structure.</i>				
6	Report on Customer Due Diligence	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Shareholders would benefit from increased transparency and disclosure on how the company is managing human rights-related risks.</i>				
7	Report on Lobbying Payments and Policy	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted, as shareholders would benefit from increased disclosure to evaluate the company's lobbying efforts.</i>				
8	Report on Median and Adjusted Gender/Racial Pay Gaps	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Publishing the requested pay gap statistics could increase accountability for diversity efforts and would provide shareholders with useful information about how effectively management is assessing and mitigating risks that may arise from inequitable worker treatment.</i>				
9	Report on Viewpoint Discrimination	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted. The company's current reporting and policies regarding the handling of controversial products and contents seem to provide sufficient information on proper and improper use of its service and when the company may restrict or remove products or content from its platform.</i>				
10	Report on Impact of Climate Change Strategy Consistent With Just Transition Guidelines	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as shareholders would benefit from more disclosure on whether and how the company considers human capital management and community relations issues related to the transition to a low-carbon economy as part of its climate strategy.</i>				
11	Report on Efforts to Reduce Plastic Use	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as shareholders would benefit from additional information on how the company is managing risks related to the creation of plastic waste.</i>				
12	Commission Third Party Assessment on Company's Commitment to Freedom of Association and Collective Bargaining	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Shareholders would benefit from increased transparency and disclosure on how the company is managing human rights-related risks, particularly regarding freedom of association and collective bargaining rights.</i>				
13	Disclose All Material Scope 3 GHG Emissions	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Disclosure of all material Scope 3 emissions would allow shareholders to better evaluate the company's progress toward its net zero ambition, provide assurance that the company is managing climate-related risks appropriately, and help the company prepare for potential regulatory requirements.</i>				
14	Commission Third Party Study and Report on Risks Associated with Use of Rekognition	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Shareholders would benefit from increased transparency and disclosure on how the company is managing human rights-related risks.</i>				

Amazon.com, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
15	Adopt Policy to Require Board Members to Disclose their Political and Charitable Donations	SH	Against	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted as the company discloses sufficient policies, procedures, and oversight to address the risks raised.</i>					
16	Establish a Board Committee on Artificial Intelligence	SH	Against	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * The establishment of a board committee on artificial intelligence should serve to further strengthen the company's ability to manage human rights risks and other related issues; and * Formalizing the company's current risk oversight mechanisms through the establishment of a committee would not be prohibitively costly or unduly burdensome.</i>					
17	Commission a Third Party Audit on Working Conditions	SH	Against	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Concerns are raised regarding recent work-place related violations and resulting negative media attention. Given the potential reputational risk, an independent third-party audit appears reasonable at this time. Additionally, results from an independent audit may address the inconsistencies between the statistics cited by the proponent and the injury rates reported by the company, which would allow shareholders to more fully evaluate the company's efforts to address workplace safety.</i>					

American Tower Corporation

Meeting Date: 05/22/2024

Country: USA

Ticker: AMT

Record Date: 03/25/2024

Meeting Type: Annual

Primary Security ID: 03027X100

Shares Voted: 4,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Steven O. Vondran	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
1b	Elect Director Kelly C. Chambliss	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
1c	Elect Director Teresa H. Clarke	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
1d	Elect Director Kenneth R. Frank	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
1e	Elect Director Robert D. Hormats	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
1f	Elect Director Grace D. Lieblein	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
1g	Elect Director Craig Macnab	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					

American Tower Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1h	Elect Director Neville R. Ray	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1i	Elect Director JoAnn A. Reed	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1j	Elect Director Pamela D. A. Reeve	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1k	Elect Director Bruce L. Tanner	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 6.18 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonable aligned for the year in review. Annual incentives were primarily determined by pre-set financial metrics with performance targets that were set above the previous year's actual results. In addition, a majority of long-term incentives are performance conditioned and measured over a multi-year period.</i>				
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as it would enhance the existing shareholder right to call special meetings.</i>				
5	Report on Median and Adjusted Gender/Racial Pay Gaps	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as shareholders would benefit from median racial/gender pay gap reporting that would allow them to compare and measure the progress of the company's diversity and inclusion initiatives.</i>				

ANSYS, Inc.

Meeting Date: 05/22/2024 **Country:** USA **Ticker:** ANSS
Record Date: 04/09/2024 **Meeting Type:** Special
Primary Security ID: 03662Q105

Shares Voted: 998

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Merger Agreement	Mgmt	For	For	For
	<i>Voting Policy Rationale: On balance, support FOR this transaction is warranted in light of the compelling strategic rationale, the reasonably thorough sales process, and the premium implied by the balanced form of consideration, which provides liquidity and certainty of value, as well as continued participation in the upside potential of the combined company.</i>				
2	Advisory Vote on Golden Parachutes	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposal is warranted. Cash severance is double trigger and of a reasonable basis, with no excise tax gross-ups payable. Further, outstanding equity will only accelerate upon a qualifying termination.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Adjourn Meeting	Mgmt	For	For	For

Voting Policy Rationale: A vote FOR this item is warranted as the underlying transaction merits support.

Banco Comercial Portugues SA

Meeting Date: 05/22/2024 **Country:** Portugal **Ticker:** BCP
Record Date: 05/15/2024 **Meeting Type:** Annual
Primary Security ID: X03188319

Shares Voted: 130,654

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect General Meeting Board for 2024-2027 Term	SH	None	For	For
<i>Voting Policy Rationale: A vote FOR this routine meeting formality is warranted.</i>					
2	Approve Individual and Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted due to a lack of concerns regarding the accounts presented or audit procedures used.</i>					
3	Approve Allocation of Income	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted because the proposed payout ratio is acceptable.</i>					
4	Appraise Management and Supervision of Company and Approve Vote of Confidence to Corporate Bodies	SH	None	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted in the absence of evidence of negligence or abuse on the part of the board or management.</i>					
5	Amend Remuneration Policy	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this item is warranted because: * The existing non-executive chair continues to benefit from a retirement benefit scheme, and his pay package is in line with executive pay levels. * The performance conditions for the LTI remain undisclosed. * The proposed increase in variable pay opportunity is not explained by sufficiently detailed and compelling disclosure.</i>					
6	Authorize Repurchase and Reissuance of Shares and Bonds	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the renewal of the repurchase and reissuance mandates is warranted because the limits on volume and duration are acceptable, and no concern has been noted in the use of past mandates.</i>					
7	Amend Article 10.2	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted due to a lack of concerns about the proposed amendment.</i>					
Shareholders Can Only Vote in Favor of One of the Proposed Alternatives: 8A or 8B		Mgmt			

Banco Comercial Portugues SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8A	Appoint KPMG & Associados, Sociedade de Revisores Oficiais de Contas, S.A as Auditor and Vitor Manuel da Cunha Ribeirinho as Alternate Auditor	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>					
8B	Appoint Ernst & Young Audit & Associados, SROC, S.A. as Auditor and Antonio Filipe Dias da Fonseca Bras as Alternate Auditor	Mgmt	None	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted because shareholders can support only one of the two audit firms.</i>					

Burlington Stores, Inc.

Meeting Date: 05/22/2024 **Country:** USA **Ticker:** BURL
Record Date: 03/28/2024 **Meeting Type:** Annual
Primary Security ID: 122017106

Shares Voted: 622

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Michael Goodwin	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William McNamara and Jessica Rodriguez is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>					
1b	Elect Director William McNamara	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William McNamara and Jessica Rodriguez is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>					
1c	Elect Director Michael O'Sullivan	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William McNamara and Jessica Rodriguez is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>					
1d	Elect Director Jessica Rodriguez	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William McNamara and Jessica Rodriguez is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>					
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 12.09 percent of the fees paid to the auditor are for non-audit purposes.</i>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * A majority of equity awards to the CEO are not tied to performance-contingent pay elements; * High CEO pay relative to company performance compared to the company's peers; and * High CEO pay in relation to company peer group CEO median pay levels.</i>					

Burlington Stores, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Amend Certificate of Incorporation to Provide for the Exculpation of Officers	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonable balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i></p>					
5	Declassify the Board of Directors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as it would enhance board accountability to shareholders and submission of this proposal demonstrates a commitment to shareholders' interests on the part of management.</i></p>					

CBRE Group, Inc.

Meeting Date: 05/22/2024 **Country:** USA **Ticker:** CBRE
Record Date: 03/28/2024 **Meeting Type:** Annual
Primary Security ID: 12504L109

Shares Voted: 4,973

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Brandon B. Boze	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST nominating committee members Brandon Boze, Reginald (Reggie) Gilyard, Christopher (Chris) Jenny and Oscar Munoz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Beth F. Cobert	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST nominating committee members Brandon Boze, Reginald (Reggie) Gilyard, Christopher (Chris) Jenny and Oscar Munoz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director Reginald H. Gilyard	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST nominating committee members Brandon Boze, Reginald (Reggie) Gilyard, Christopher (Chris) Jenny and Oscar Munoz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1d	Elect Director Shira D. Goodman	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST nominating committee members Brandon Boze, Reginald (Reggie) Gilyard, Christopher (Chris) Jenny and Oscar Munoz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1e	Elect Director E.M. Blake Hutcheson	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST nominating committee members Brandon Boze, Reginald (Reggie) Gilyard, Christopher (Chris) Jenny and Oscar Munoz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1f	Elect Director Christopher T. Jenny	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST nominating committee members Brandon Boze, Reginald (Reggie) Gilyard, Christopher (Chris) Jenny and Oscar Munoz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

CBRE Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1g	Elect Director Gerardo I. Lopez	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Brandon Boze, Reginald (Reggie) Gilyard, Christopher (Chris) Jenny and Oscar Munoz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Guy A. Metcalfe	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Brandon Boze, Reginald (Reggie) Gilyard, Christopher (Chris) Jenny and Oscar Munoz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Oscar Munoz	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Brandon Boze, Reginald (Reggie) Gilyard, Christopher (Chris) Jenny and Oscar Munoz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Robert E. Sulentic	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Brandon Boze, Reginald (Reggie) Gilyard, Christopher (Chris) Jenny and Oscar Munoz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Sanjiv Yajnik	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Brandon Boze, Reginald (Reggie) Gilyard, Christopher (Chris) Jenny and Oscar Munoz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 6.95 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance were reasonably aligned for the year in review. While there are some goal disclosure concerns related to the PSUs granted under the LTIP, the majority of CEO pay is conditioned on financial performance, and performance equity is earned based on multi-year performance.</i>				

Chailease Holding Co., Ltd.

Meeting Date: 05/22/2024 **Country:** Cayman Islands **Ticker:** 5871
Record Date: 03/22/2024 **Meeting Type:** Annual
Primary Security ID: G20288109

Shares Voted: 9,364

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Business Operations Report and Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for this routine resolution because no concerns have been identified.</i>				
2	Approve Profit Distribution	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the proposed payout is considered reasonable.</i>				

Chailease Holding Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve the Issuance of New Shares by Capitalization of Profit	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because the proposed payout is considered reasonable.</i>					
4	Approve Plan to Raise Long Term Capital	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted as the dilution represented is acceptable.</i>					
5	Amend Rules and Procedures Regarding Shareholder's General Meeting	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted given that the amendments are mostly technical in nature, to align company procedures with regulations or based on operational needs.</i>					

China Feihe Limited

Meeting Date: 05/22/2024 **Country:** Cayman Islands **Ticker:** 6186
Record Date: 05/16/2024 **Meeting Type:** Annual
Primary Security ID: G2121Q105

Shares Voted: 149,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR this resolution is warranted.</i>					
2	Approve Final Dividend	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine dividend proposal.</i>					
3a	Elect Leng Youbin as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the election of all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>					
3b	Elect Liu Jinping as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the election of all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>					
3c	Elect Song Jianwu as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the election of all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>					
3d	Elect Jacques Maurice Laforge as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the election of all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>					
3e	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For	For
<i>Voting Policy Rationale: Director fees at Hong Kong-listed companies are usually reasonable. In the absence of known concerns over director remuneration at the company, a vote FOR this proposal is warranted.</i>					

China Feihe Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Approve Ernst & Young as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the audit firm, its remuneration, and the way the audit was conducted.</i>				
5	Authorize Repurchase of Issued Share Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted given the absence of any known issues concerning the proposed share repurchase.</i>				
6	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST these resolutions is warranted for the following: * The aggregate share issuance limit is greater than 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has not specified the discount limit for issuance for cash and non-cash consideration.</i>				
7	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST these resolutions is warranted for the following: * The aggregate share issuance limit is greater than 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has not specified the discount limit for issuance for cash and non-cash consideration.</i>				
8	Amend Second Amended and Restated Memorandum and Articles of Association and Adopt Third Amended and Restated Memorandum and Articles of Association	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that the proposed amendments are mainly intended to reflect the company's current circumstances and are made on the basis of the relevant rules and regulations governing the company.</i>				

Coca-Cola Europacific Partners plc

Meeting Date: 05/22/2024

Country: United Kingdom

Ticker: CCEP

Record Date: 05/20/2024

Meeting Type: Annual

Primary Security ID: G25839104

Shares Voted: 1,573

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted because no significant concerns have been identified.</i>				
2	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. In reaching this decision, the following factors have been considered: * Executive Directors' service contracts do not provide for more than twelve months' notice in the event of termination of employment; * NEDs have not been granted options or received any other performance-related pay in addition to their basic fees during the period under review; * Options have not been re-priced; and * Long-term incentive awards, granted to Executive Directors during the period under review, vest subject to the achievement of pre-set performance conditions measured over a minimum three-year performance period, with no provision for re-testing.</i>				

Coca-Cola Europacific Partners plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Elect Guillaume Bacuvier as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Thomas (Tom) Johnson, Manuel (Manolo) Arroyo Prieto, Mary Harris and Lord Mark Price is warranted for lack of diversity on the board. A vote AGAINST the re-election of Manolo Arroyo and José Ignacio Comenge is warranted because potential independence issues have been identified and they currently sit on the Remuneration Committee, and the composition of this Committee does not adhere to UK best practice recommendations for a company of this size. A vote FOR the remaining director nominees is warranted.</i></p>				
4	Re-elect Manolo Arroyo as Director	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Thomas (Tom) Johnson, Manuel (Manolo) Arroyo Prieto, Mary Harris and Lord Mark Price is warranted for lack of diversity on the board. A vote AGAINST the re-election of Manolo Arroyo and José Ignacio Comenge is warranted because potential independence issues have been identified and they currently sit on the Remuneration Committee, and the composition of this Committee does not adhere to UK best practice recommendations for a company of this size. A vote FOR the remaining director nominees is warranted.</i></p>				
5	Re-elect John Bryant as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Thomas (Tom) Johnson, Manuel (Manolo) Arroyo Prieto, Mary Harris and Lord Mark Price is warranted for lack of diversity on the board. A vote AGAINST the re-election of Manolo Arroyo and José Ignacio Comenge is warranted because potential independence issues have been identified and they currently sit on the Remuneration Committee, and the composition of this Committee does not adhere to UK best practice recommendations for a company of this size. A vote FOR the remaining director nominees is warranted.</i></p>				
6	Re-elect Jose Ignacio Comenge as Director	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Thomas (Tom) Johnson, Manuel (Manolo) Arroyo Prieto, Mary Harris and Lord Mark Price is warranted for lack of diversity on the board. A vote AGAINST the re-election of Manolo Arroyo and José Ignacio Comenge is warranted because potential independence issues have been identified and they currently sit on the Remuneration Committee, and the composition of this Committee does not adhere to UK best practice recommendations for a company of this size. A vote FOR the remaining director nominees is warranted.</i></p>				
7	Re-elect Damian Gammell as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Thomas (Tom) Johnson, Manuel (Manolo) Arroyo Prieto, Mary Harris and Lord Mark Price is warranted for lack of diversity on the board. A vote AGAINST the re-election of Manolo Arroyo and José Ignacio Comenge is warranted because potential independence issues have been identified and they currently sit on the Remuneration Committee, and the composition of this Committee does not adhere to UK best practice recommendations for a company of this size. A vote FOR the remaining director nominees is warranted.</i></p>				
8	Re-elect Nathalie Gaveau as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Thomas (Tom) Johnson, Manuel (Manolo) Arroyo Prieto, Mary Harris and Lord Mark Price is warranted for lack of diversity on the board. A vote AGAINST the re-election of Manolo Arroyo and José Ignacio Comenge is warranted because potential independence issues have been identified and they currently sit on the Remuneration Committee, and the composition of this Committee does not adhere to UK best practice recommendations for a company of this size. A vote FOR the remaining director nominees is warranted.</i></p>				
9	Re-elect Alvaro Gomez-Trenor Aguilar as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Thomas (Tom) Johnson, Manuel (Manolo) Arroyo Prieto, Mary Harris and Lord Mark Price is warranted for lack of diversity on the board. A vote AGAINST the re-election of Manolo Arroyo and José Ignacio Comenge is warranted because potential independence issues have been identified and they currently sit on the Remuneration Committee, and the composition of this Committee does not adhere to UK best practice recommendations for a company of this size. A vote FOR the remaining director nominees is warranted.</i></p>				

Coca-Cola Europacific Partners plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10	Re-elect Mary Harris as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Thomas (Tom) Johnson, Manuel (Manolo) Arroyo Prieto, Mary Harris and Lord Mark Price is warranted for lack of diversity on the board. A vote AGAINST the re-election of Manolo Arroyo and José Ignacio Comenge is warranted because potential independence issues have been identified and they currently sit on the Remuneration Committee, and the composition of this Committee does not adhere to UK best practice recommendations for a company of this size. A vote FOR the remaining director nominees is warranted.</i>				
11	Re-elect Thomas Johnson as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Thomas (Tom) Johnson, Manuel (Manolo) Arroyo Prieto, Mary Harris and Lord Mark Price is warranted for lack of diversity on the board. A vote AGAINST the re-election of Manolo Arroyo and José Ignacio Comenge is warranted because potential independence issues have been identified and they currently sit on the Remuneration Committee, and the composition of this Committee does not adhere to UK best practice recommendations for a company of this size. A vote FOR the remaining director nominees is warranted.</i>				
12	Re-elect Dagmar Kollmann as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Thomas (Tom) Johnson, Manuel (Manolo) Arroyo Prieto, Mary Harris and Lord Mark Price is warranted for lack of diversity on the board. A vote AGAINST the re-election of Manolo Arroyo and José Ignacio Comenge is warranted because potential independence issues have been identified and they currently sit on the Remuneration Committee, and the composition of this Committee does not adhere to UK best practice recommendations for a company of this size. A vote FOR the remaining director nominees is warranted.</i>				
13	Re-elect Alfonso Libano Daurella as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Thomas (Tom) Johnson, Manuel (Manolo) Arroyo Prieto, Mary Harris and Lord Mark Price is warranted for lack of diversity on the board. A vote AGAINST the re-election of Manolo Arroyo and José Ignacio Comenge is warranted because potential independence issues have been identified and they currently sit on the Remuneration Committee, and the composition of this Committee does not adhere to UK best practice recommendations for a company of this size. A vote FOR the remaining director nominees is warranted.</i>				
14	Re-elect Nicolas Mirzayantz as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Thomas (Tom) Johnson, Manuel (Manolo) Arroyo Prieto, Mary Harris and Lord Mark Price is warranted for lack of diversity on the board. A vote AGAINST the re-election of Manolo Arroyo and José Ignacio Comenge is warranted because potential independence issues have been identified and they currently sit on the Remuneration Committee, and the composition of this Committee does not adhere to UK best practice recommendations for a company of this size. A vote FOR the remaining director nominees is warranted.</i>				
15	Re-elect Mark Price as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Thomas (Tom) Johnson, Manuel (Manolo) Arroyo Prieto, Mary Harris and Lord Mark Price is warranted for lack of diversity on the board. A vote AGAINST the re-election of Manolo Arroyo and José Ignacio Comenge is warranted because potential independence issues have been identified and they currently sit on the Remuneration Committee, and the composition of this Committee does not adhere to UK best practice recommendations for a company of this size. A vote FOR the remaining director nominees is warranted.</i>				
16	Re-elect Nancy Quan as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Thomas (Tom) Johnson, Manuel (Manolo) Arroyo Prieto, Mary Harris and Lord Mark Price is warranted for lack of diversity on the board. A vote AGAINST the re-election of Manolo Arroyo and José Ignacio Comenge is warranted because potential independence issues have been identified and they currently sit on the Remuneration Committee, and the composition of this Committee does not adhere to UK best practice recommendations for a company of this size. A vote FOR the remaining director nominees is warranted.</i>				
17	Re-elect Mario Rotllant Sola as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Thomas (Tom) Johnson, Manuel (Manolo) Arroyo Prieto, Mary Harris and Lord Mark Price is warranted for lack of diversity on the board. A vote AGAINST the re-election of Manolo Arroyo and José Ignacio Comenge is warranted because potential independence issues have been identified and they currently sit on the Remuneration Committee, and the composition of this Committee does not adhere to UK best practice recommendations for a company of this size. A vote FOR the remaining director nominees is warranted.</i>				

Coca-Cola Europacific Partners plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
18	Re-elect Dessi Temperley as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Thomas (Tom) Johnson, Manuel (Manolo) Arroyo Prieto, Mary Harris and Lord Mark Price is warranted for lack of diversity on the board. A vote AGAINST the re-election of Manolo Arroyo and José Ignacio Comenge is warranted because potential independence issues have been identified and they currently sit on the Remuneration Committee, and the composition of this Committee does not adhere to UK best practice recommendations for a company of this size. A vote FOR the remaining director nominees is warranted.</i>				
19	Reappoint Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
20	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
21	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				
22	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
23	Approve Waiver of Rule 9 of the Takeover Code	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: All Rule 9 waivers are deemed contentious as institutional investors are concerned about the risk of creeping control. In light of this guidance, a vote AGAINST this proposal is warranted.</i>				
24	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
25	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
26	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				
27	Authorise Off-Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				
28	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>				

Meeting Date: 05/22/2024

Country: USA

Ticker: CNMD

Record Date: 03/26/2024

Meeting Type: Annual

Primary Security ID: 207410101

Shares Voted: 443

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director David Bronson	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Martha Goldberg Aronson, David Bronson and LaVerne Council for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Brian P. Concannon	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Martha Goldberg Aronson, David Bronson and LaVerne Council for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director LaVerne Council	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Martha Goldberg Aronson, David Bronson and LaVerne Council for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Charles M. Farkas	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Martha Goldberg Aronson, David Bronson and LaVerne Council for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Martha Goldberg Aronson	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Martha Goldberg Aronson, David Bronson and LaVerne Council for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Curt R. Hartman	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Martha Goldberg Aronson, David Bronson and LaVerne Council for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Barbara J. Schwarzentraub	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Martha Goldberg Aronson, David Bronson and LaVerne Council for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director John L. Workman	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Martha Goldberg Aronson, David Bronson and LaVerne Council for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably at this time.</i>				

CONMED Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 7.73 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					

Credit Agricole SA

Meeting Date: 05/22/2024 **Country:** France **Ticker:** ACA
Record Date: 05/20/2024 **Meeting Type:** Annual/Special
Primary Security ID: F22797108

Shares Voted: 19,018

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Ordinary Business	Mgmt			
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.</i></p>					
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.</i></p>					
3	Approve Allocation of Income and Dividends of EUR 1.05 per Share	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted because the proposed payout ratio is adequate without being excessive.</i></p>					
4	Approve Transactions with Groupe TVA Re: ASU GTVA Credit Agricole	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted based on the information disclosed in the auditors' special report.</i></p>					
5	Approve Transaction with Worldline, Credit Agricole Payment Services, LCL, 39 Caisses Regionales de Credit Agricole Mutuel and AVEM Re: Framework Agreement	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted based on the information disclosed in the auditors' special report.</i></p>					
6	Approve Transaction with Credit Agricole CIB Re: Transfer of Activities of Company's Banking Services Department	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted based on the information disclosed in the auditors' special report.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Approve Transaction with Banco Santander, S.A., Santander Investment, S.A., CACEIS, CACEIS Bank et CACEIS Bank Spain Re: CACEIS Governance Rules	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these proposals are warranted based on the information disclosed in the auditors' special report.</i>					
8	Reelect SAS Rue la Boetie as Director	Mgmt	For	Against	Against
<i>Voting Policy Rationale: * Votes AGAINST the (re)elections of these non-independent nominees are warranted given the lack of independence at the board level (28.6 percent vs 33.3 percent recommended) (Items 8-10, 12 & 13). * Vote FOR the (re)election of this independent nominee is warranted in the absence of specific concerns (Item 11). * Vote FOR the election of the director representing the employee-shareholders is warranted (item 14).</i>					
9	Reelect Olivier Auffray as Director	Mgmt	For	Against	Against
<i>Voting Policy Rationale: * Votes AGAINST the (re)elections of these non-independent nominees are warranted given the lack of independence at the board level (28.6 percent vs 33.3 percent recommended) (Items 8-10, 12 & 13). * Vote FOR the (re)election of this independent nominee is warranted in the absence of specific concerns (Item 11). * Vote FOR the election of the director representing the employee-shareholders is warranted (item 14).</i>					
10	Reelect Nicole Gourmelon as Director	Mgmt	For	Against	Against
<i>Voting Policy Rationale: * Votes AGAINST the (re)elections of these non-independent nominees are warranted given the lack of independence at the board level (28.6 percent vs 33.3 percent recommended) (Items 8-10, 12 & 13). * Vote FOR the (re)election of this independent nominee is warranted in the absence of specific concerns (Item 11). * Vote FOR the election of the director representing the employee-shareholders is warranted (item 14).</i>					
11	Reelect Marianne Laigneau as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: * Votes AGAINST the (re)elections of these non-independent nominees are warranted given the lack of independence at the board level (28.6 percent vs 33.3 percent recommended) (Items 8-10, 12 & 13). * Vote FOR the (re)election of this independent nominee is warranted in the absence of specific concerns (Item 11). * Vote FOR the election of the director representing the employee-shareholders is warranted (item 14).</i>					
12	Reelect Louis Tercinier as Director	Mgmt	For	Against	Against
<i>Voting Policy Rationale: * Votes AGAINST the (re)elections of these non-independent nominees are warranted given the lack of independence at the board level (28.6 percent vs 33.3 percent recommended) (Items 8-10, 12 & 13). * Vote FOR the (re)election of this independent nominee is warranted in the absence of specific concerns (Item 11). * Vote FOR the election of the director representing the employee-shareholders is warranted (item 14).</i>					
13	Ratify Appointment of Christine Gandon as Director Following Resignation of Jean-Paul Kerrien	Mgmt	For	Against	Against
<i>Voting Policy Rationale: * Votes AGAINST the (re)elections of these non-independent nominees are warranted given the lack of independence at the board level (28.6 percent vs 33.3 percent recommended) (Items 8-10, 12 & 13). * Vote FOR the (re)election of this independent nominee is warranted in the absence of specific concerns (Item 11). * Vote FOR the election of the director representing the employee-shareholders is warranted (item 14).</i>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
14	Reelect Christophe Lesur as Representative of Employee Shareholders to the Board and Caroline Corbiere as Alternate Representative of Employee to the Board	Mgmt	For	For	For
<p><i>Voting Policy Rationale: * Votes AGAINST the (re)elections of these non-independent nominees are warranted given the lack of independence at the board level (28.6 percent vs 33.3 percent recommended) (Items 8-10, 12 & 13). * Vote FOR the (re)election of this independent nominee is warranted in the absence of specific concerns (Item 11). * Vote FOR the election of the director representing the employee-shareholders is warranted (item 14).</i></p>					
15	Renew Appointment of Pricewaterhousecoopers Audit as Auditor; End of Mandate of Jean-Baptiste Deschryver as Alternate Auditor and Decision Not to Reelect and Renew	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR are warranted because there are no concerns regarding this proposal.</i></p>					
16	Appoint Mazars as Auditor; End of Mandate of Auditex as Alternate Auditor and Decision Not to Reelect and Renew	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR are warranted because there are no concerns regarding this proposal.</i></p>					
17	Appoint Pricewaterhousecoopers Audit as Auditor for the Sustainability Reporting	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these items are warranted as they do not raise concerns.</i></p>					
18	Appoint Mazars as Auditor for the Sustainability Reporting	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these items are warranted as they do not raise concerns.</i></p>					
19	Approve Remuneration Policy of Dominique Lefebvre, Chairman of the Board	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted because it does not raise any significant concern.</i></p>					
20	Approve Remuneration Policy of Philippe Brassac, CEO	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these remuneration policies are warranted although the following concerns are raised: * The CEO's bonus performance conditions allow for some compensatory effects. * Some LTIP performance conditions are deemed to lack stringency. * The Vice-CEOs' termination packages are not subject to performance conditions. * The CEO's termination payment is only partially subject to performance conditions, of which the stringency cannot be assessed.</i></p>					
21	Approve Remuneration Policy of Olivier Gavalda, Vice-CEO	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these remuneration policies are warranted although the following concerns are raised: * The CEO's bonus performance conditions allow for some compensatory effects. * Some LTIP performance conditions are deemed to lack stringency. * The Vice-CEOs' termination packages are not subject to performance conditions. * The CEO's termination payment is only partially subject to performance conditions, of which the stringency cannot be assessed.</i></p>					
22	Approve Remuneration Policy of Jerome Grivet, Vice-CEO	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these remuneration policies are warranted although the following concerns are raised: * The CEO's bonus performance conditions allow for some compensatory effects. * Some LTIP performance conditions are deemed to lack stringency. * The Vice-CEOs' termination packages are not subject to performance conditions. * The CEO's termination payment is only partially subject to performance conditions, of which the stringency cannot be assessed.</i></p>					

Credit Agricole SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
23	Approve Remuneration Policy of Xavier Musca, Vice-CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these remuneration policies are warranted although the following concerns are raised: * The CEO's bonus performance conditions allow for some compensatory effects. * Some LTIP performance conditions are deemed to lack stringency. * The Vice-CEOs' termination packages are not subject to performance conditions. * The CEO's termination payment is only partially subject to performance conditions, of which the stringency cannot be assessed.</i>				
24	Approve Remuneration Policy of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted because it does not raise any significant concern.</i>				
25	Approve Compensation of Dominique Lefebvre, Chairman of the Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>				
26	Approve Compensation of Philippe Brassac, CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these remuneration reports are warranted although the following concern is raised: * The performance conditions attached to the LTIP are deemed to lack stringency. The main reason for support is: * There are no other concerns.</i>				
27	Approve Compensation of Olivier Gavalda, Vice-CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these remuneration reports are warranted although the following concern is raised: * The performance conditions attached to the LTIP are deemed to lack stringency. The main reason for support is: * There are no other concerns.</i>				
28	Approve Compensation of Jerome Grivet, Vice-CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these remuneration reports are warranted although the following concern is raised: * The performance conditions attached to the LTIP are deemed to lack stringency. The main reason for support is: * There are no other concerns.</i>				
29	Approve Compensation of Xavier Musca, Vice-CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these remuneration reports are warranted although the following concern is raised: * The performance conditions attached to the LTIP are deemed to lack stringency. The main reason for support is: * There are no other concerns.</i>				
30	Approve Compensation Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>				
31	Approve the Aggregate Remuneration Granted in 2023 to Senior Management, Responsible Officers and Regulated Risk-Takers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>				
32	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: Such share buyback programs merit a vote FOR.</i>				
	Extraordinary Business	Mgmt			

Credit Agricole SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
33	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 4.6 Billion	Mgmt	For	For	For
<p><i>Voting Policy Rationale: * Votes FOR the authorizations under Items 33 to 37 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights. * A qualified vote FOR Item 38 is warranted because, although the company fails to provide a rationale for the proposed maximum discount (50 percent), this is mitigated by the limited circumstances under which this discount could affect the share issuance price. * A vote FOR the total limit proposed under Item 39 is warranted as it limits shareholder dilution.</i></p>					
34	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 908 Million	Mgmt	For	For	For
<p><i>Voting Policy Rationale: * Votes FOR the authorizations under Items 33 to 37 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights. * A qualified vote FOR Item 38 is warranted because, although the company fails to provide a rationale for the proposed maximum discount (50 percent), this is mitigated by the limited circumstances under which this discount could affect the share issuance price. * A vote FOR the total limit proposed under Item 39 is warranted as it limits shareholder dilution.</i></p>					
35	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 908 Million	Mgmt	For	For	For
<p><i>Voting Policy Rationale: * Votes FOR the authorizations under Items 33 to 37 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights. * A qualified vote FOR Item 38 is warranted because, although the company fails to provide a rationale for the proposed maximum discount (50 percent), this is mitigated by the limited circumstances under which this discount could affect the share issuance price. * A vote FOR the total limit proposed under Item 39 is warranted as it limits shareholder dilution.</i></p>					
36	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Under Items 33-35, 37-38 and 41-42	Mgmt	For	For	For
<p><i>Voting Policy Rationale: * Votes FOR the authorizations under Items 33 to 37 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights. * A qualified vote FOR Item 38 is warranted because, although the company fails to provide a rationale for the proposed maximum discount (50 percent), this is mitigated by the limited circumstances under which this discount could affect the share issuance price. * A vote FOR the total limit proposed under Item 39 is warranted as it limits shareholder dilution.</i></p>					
37	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For	For
<p><i>Voting Policy Rationale: * Votes FOR the authorizations under Items 33 to 37 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights. * A qualified vote FOR Item 38 is warranted because, although the company fails to provide a rationale for the proposed maximum discount (50 percent), this is mitigated by the limited circumstances under which this discount could affect the share issuance price. * A vote FOR the total limit proposed under Item 39 is warranted as it limits shareholder dilution.</i></p>					

Credit Agricole SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
38	Authorize Board to Set Issue Price for 10 Percent Per Year of Issued Capital Pursuant to Issue Authority without Preemptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: * Votes FOR the authorizations under Items 33 to 37 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights. * A qualified vote FOR Item 38 is warranted because, although the company fails to provide a rationale for the proposed maximum discount (50 percent), this is mitigated by the limited circumstances under which this discount could affect the share issuance price. * A vote FOR the total limit proposed under Item 39 is warranted as it limits shareholder dilution.</i>				
39	Set Total Limit for Capital Increase to Result from All Issuance Requests at EUR 4.6 Billion	Mgmt	For	For	For
	<i>Voting Policy Rationale: * Votes FOR the authorizations under Items 33 to 37 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights. * A qualified vote FOR Item 38 is warranted because, although the company fails to provide a rationale for the proposed maximum discount (50 percent), this is mitigated by the limited circumstances under which this discount could affect the share issuance price. * A vote FOR the total limit proposed under Item 39 is warranted as it limits shareholder dilution.</i>				
40	Authorize Capitalization of Reserves of Up to EUR 1 Billion for Bonus Issue or Increase in Par Value	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted since this potential transfer of wealth is in shareholders' interests.</i>				
41	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as they do not raise concerns.</i>				
42	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of the Group's Subsidiaries	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as they do not raise concerns.</i>				
43	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as such share capital reductions are favorable to shareholders.</i>				
44	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this routine item is warranted.</i>				

Crown Castle Inc.

Meeting Date: 05/22/2024

Country: USA

Ticker: CCI

Record Date: 03/28/2024

Meeting Type: Proxy Contest

Primary Security ID: 22822V101

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Management Universal Proxy (White Proxy Card)	Mgmt			
	From the Combined List of Management & Dissident Nominees - Elect 12 Directors	Mgmt			
1a	Elect Management Nominee Director P. Robert Bartolo	Mgmt	For	For	For
	<i>Voting Policy Rationale: As there is no case for incremental change at this juncture following the recent turnover at the board, the hiring of the permanent CEO, and the formation of the fiber review committee, shareholders are recommended to vote FOR all management nominees. WITHHOLD votes are warranted for dissident nominees Green, Miller, Rice, and Wheeler.</i>				
1b	Elect Management Nominee Director Cindy Christy	Mgmt	For	For	For
	<i>Voting Policy Rationale: As there is no case for incremental change at this juncture following the recent turnover at the board, the hiring of the permanent CEO, and the formation of the fiber review committee, shareholders are recommended to vote FOR all management nominees. WITHHOLD votes are warranted for dissident nominees Green, Miller, Rice, and Wheeler.</i>				
1c	Elect Management Nominee Director Ari Q. Fitzgerald	Mgmt	For	For	For
	<i>Voting Policy Rationale: As there is no case for incremental change at this juncture following the recent turnover at the board, the hiring of the permanent CEO, and the formation of the fiber review committee, shareholders are recommended to vote FOR all management nominees. WITHHOLD votes are warranted for dissident nominees Green, Miller, Rice, and Wheeler.</i>				
1d	Elect Management Nominee Director Jason Genrich	Mgmt	For	For	For
	<i>Voting Policy Rationale: As there is no case for incremental change at this juncture following the recent turnover at the board, the hiring of the permanent CEO, and the formation of the fiber review committee, shareholders are recommended to vote FOR all management nominees. WITHHOLD votes are warranted for dissident nominees Green, Miller, Rice, and Wheeler.</i>				
1e	Elect Management Nominee Director Andrea J. Goldsmith	Mgmt	For	For	For
	<i>Voting Policy Rationale: As there is no case for incremental change at this juncture following the recent turnover at the board, the hiring of the permanent CEO, and the formation of the fiber review committee, shareholders are recommended to vote FOR all management nominees. WITHHOLD votes are warranted for dissident nominees Green, Miller, Rice, and Wheeler.</i>				
1f	Elect Management Nominee Director Tammy K. Jones	Mgmt	For	For	For
	<i>Voting Policy Rationale: As there is no case for incremental change at this juncture following the recent turnover at the board, the hiring of the permanent CEO, and the formation of the fiber review committee, shareholders are recommended to vote FOR all management nominees. WITHHOLD votes are warranted for dissident nominees Green, Miller, Rice, and Wheeler.</i>				
1g	Elect Management Nominee Director Kevin T. Kabat	Mgmt	For	For	For
	<i>Voting Policy Rationale: As there is no case for incremental change at this juncture following the recent turnover at the board, the hiring of the permanent CEO, and the formation of the fiber review committee, shareholders are recommended to vote FOR all management nominees. WITHHOLD votes are warranted for dissident nominees Green, Miller, Rice, and Wheeler.</i>				
1h	Elect Management Nominee Director Anthony J. Melone	Mgmt	For	For	For
	<i>Voting Policy Rationale: As there is no case for incremental change at this juncture following the recent turnover at the board, the hiring of the permanent CEO, and the formation of the fiber review committee, shareholders are recommended to vote FOR all management nominees. WITHHOLD votes are warranted for dissident nominees Green, Miller, Rice, and Wheeler.</i>				

Crown Castle Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1i	Elect Management Nominee Director Sunit S. Patel	Mgmt	For	For	For
<p><i>Voting Policy Rationale: As there is no case for incremental change at this juncture following the recent turnover at the board, the hiring of the permanent CEO, and the formation of the fiber review committee, shareholders are recommended to vote FOR all management nominees. WITHHOLD votes are warranted for dissident nominees Green, Miller, Rice, and Wheeler.</i></p>					
1j	Elect Management Nominee Director Bradley E. Singer	Mgmt	For	For	For
<p><i>Voting Policy Rationale: As there is no case for incremental change at this juncture following the recent turnover at the board, the hiring of the permanent CEO, and the formation of the fiber review committee, shareholders are recommended to vote FOR all management nominees. WITHHOLD votes are warranted for dissident nominees Green, Miller, Rice, and Wheeler.</i></p>					
1k	Elect Management Nominee Director Kevin A. Stephens	Mgmt	For	For	For
<p><i>Voting Policy Rationale: As there is no case for incremental change at this juncture following the recent turnover at the board, the hiring of the permanent CEO, and the formation of the fiber review committee, shareholders are recommended to vote FOR all management nominees. WITHHOLD votes are warranted for dissident nominees Green, Miller, Rice, and Wheeler.</i></p>					
1l	Elect Management Nominee Director Matthew Thornton, III	Mgmt	For	For	For
<p><i>Voting Policy Rationale: As there is no case for incremental change at this juncture following the recent turnover at the board, the hiring of the permanent CEO, and the formation of the fiber review committee, shareholders are recommended to vote FOR all management nominees. WITHHOLD votes are warranted for dissident nominees Green, Miller, Rice, and Wheeler.</i></p>					
1m	Elect Dissident Nominee Director Charles Campbell Green, III	SH	Withhold	Withhold	Withhold
<p><i>Voting Policy Rationale: As there is no case for incremental change at this juncture following the recent turnover at the board, the hiring of the permanent CEO, and the formation of the fiber review committee, shareholders are recommended to vote FOR all management nominees. WITHHOLD votes are warranted for dissident nominees Green, Miller, Rice, and Wheeler.</i></p>					
1n	Elect Dissident Nominee Director Theodore B. Miller, Jr.	SH	Withhold	Withhold	Withhold
<p><i>Voting Policy Rationale: As there is no case for incremental change at this juncture following the recent turnover at the board, the hiring of the permanent CEO, and the formation of the fiber review committee, shareholders are recommended to vote FOR all management nominees. WITHHOLD votes are warranted for dissident nominees Green, Miller, Rice, and Wheeler.</i></p>					
1o	Elect Dissident Nominee Director Tripp H. Rice	SH	Withhold	Withhold	Withhold
<p><i>Voting Policy Rationale: As there is no case for incremental change at this juncture following the recent turnover at the board, the hiring of the permanent CEO, and the formation of the fiber review committee, shareholders are recommended to vote FOR all management nominees. WITHHOLD votes are warranted for dissident nominees Green, Miller, Rice, and Wheeler.</i></p>					
1p	Elect Dissident Nominee Director David P. Wheeler	SH	Withhold	Withhold	Withhold
<p><i>Voting Policy Rationale: As there is no case for incremental change at this juncture following the recent turnover at the board, the hiring of the permanent CEO, and the formation of the fiber review committee, shareholders are recommended to vote FOR all management nominees. WITHHOLD votes are warranted for dissident nominees Green, Miller, Rice, and Wheeler.</i></p>					
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.15 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as CEO pay and company performance are reasonably aligned at this time. A majority of the CEO's pay is conditioned on objective financial performance, and the majority of equity grants are earned based on a multi-year performance period.</i></p>					

Crown Castle Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Repeal Any Bylaw Provisions Without Shareholder Approval Subsequent to December 19, 2023	SH	Against	Against	Against
	<i>Voting Policy Rationale: As the dissident has failed to articulate a compelling case for change, a vote AGAINST this item is warranted.</i>				
	Dissident Universal Proxy (Gold Proxy Card)	Mgmt			
	From the Combined List of Management & Dissident Nominees - Elect 12 Directors	Mgmt			
	BOOTS CAPITAL NOMINEES	Mgmt			
1a	Elect Dissident Nominee Director Charles Campbell Green, III	SH	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1b	Elect Dissident Nominee Director Theodore B. Miller, Jr.	SH	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1c	Elect Dissident Nominee Director Tripp H. Rice	SH	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1d	Elect Dissident Nominee Director David P. Wheeler	SH	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
	COMPANY NOMINEES OPPOSED BY BOOTS CAPITAL	Mgmt			
1a	Elect Management Nominee Director P. Robert Bartolo	Mgmt	Withhold	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1b	Elect Management Nominee Director Cindy Christy	Mgmt	Withhold	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1c	Elect Management Nominee Director Ari Q. Fitzgerald	Mgmt	Withhold	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1d	Elect Management Nominee Director Kevin T. Kabat	Mgmt	Withhold	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
	COMPANY NOMINEES UNOPPOSED BY BOOTS CAPITAL	Mgmt			
1a	Elect Management Nominee Director Jason Genrich	Mgmt	None	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				

Crown Castle Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1b	Elect Management Nominee Director Andrea J. Goldsmith	Mgmt	None	Do Not Vote	Do Not Vote
<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>					
1c	Elect Management Nominee Director Tammy K. Jones	Mgmt	None	Do Not Vote	Do Not Vote
<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>					
1d	Elect Management Nominee Director Anthony J. Melone	Mgmt	None	Do Not Vote	Do Not Vote
<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>					
1e	Elect Management Nominee Director Sunit S. Patel	Mgmt	None	Do Not Vote	Do Not Vote
<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>					
1f	Elect Management Nominee Director Bradley E. Singer	Mgmt	None	Do Not Vote	Do Not Vote
<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>					
1g	Elect Management Nominee Director Kevin A. Stephens	Mgmt	None	Do Not Vote	Do Not Vote
<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>					
1h	Elect Management Nominee Director Matthew Thornton, III	Mgmt	None	Do Not Vote	Do Not Vote
<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>					
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	Do Not Vote	Do Not Vote
<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	None	Do Not Vote	Do Not Vote
<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>					
4	Repeal Any Bylaw Provisions Without Shareholder Approval Subsequent to December 19, 2023	SH	For	Do Not Vote	Do Not Vote
<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>					

Dassault Systemes SE

Meeting Date: 05/22/2024

Country: France

Ticker: DSY

Record Date: 05/20/2024

Meeting Type: Annual/Special

Primary Security ID: F24571451

Shares Voted: 22,090

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

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.</i>				
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.</i>				
3	Approve Allocation of Income and Dividends of EUR 0.23 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted, despite the low payout ratio, because of the increase in the dividend per share and the payout ratio.</i>				
4	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because the information disclosed in the auditors' special report does not raise any concerns.</i>				
5	Appoint PricewaterhouseCoopers Audit as Auditor for the Sustainability Reporting	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
6	Approve Remuneration Policy of Corporate Officers	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this remuneration policy is warranted as: * The LTIP grant to the new CEO can lead to very significant payments. * The termination payments could result in rewarding for failure * LTIPs will vest fully in case of retirement, without any prorization. * The proposed remuneration for the chairman is deemed high and exceeds market practice with no compelling rationale to support such a level of compensation for a non-executive board chairman.</i>				
7	Approve Compensation of Charles Edelstenne, Chairman of the Board until January 8, 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>				
8	Approve Compensation of Bernard Charles, Vice-Chairman of the Board and CEO until January 8, 2023 then Chairman and CEO until December 31, 2023	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Votes AGAINST the CEO is warranted as: * The disclosure of the STI remains undisclosed for one criteria * The departing CEO is being granted an LTIP and his current LTIPs that have yet to vest are maintained in full * The granted LTIP allows compensation between a sub criteria of the ESG part * The vested LTIP has a performance period of only two years and cannot be considered long term oriented enough. A vote FOR the compensation of the Vice-CEO is warranted but not without concerns given that: * The disclosure of the STI remains undisclosed for one criteria * The granted LTIP allows compensation between a sub criteria of the ESG part * The vested LTIP has a performance period of only two years and cannot be considered long term oriented enough. Support is warranted as: * The STI criteria remains limited in weight at 20 percent of the STI * The LTI compensation is limited * The performance conditions of the LTIP were disclosed and this short term plan was made following the absence of LTIP grant in 2020.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
9	Approve Compensation of Pascal Daloz, Vice-CEO from January 9, 2023 until December 31, 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes AGAINST the CEO is warranted as: * The disclosure of the STI remains undisclosed for one criteria * The departing CEO is being granted an LTIP and his current LTIPs that have yet to vest are maintained in full * The granted LTIP allows compensation between a sub criteria of the ESG part * The vested LTIP has a performance period of only two years and cannot be considered long term oriented enough. A vote FOR the compensation of the Vice-CEO is warranted but not without concerns given that: * The disclosure of the STI remains undisclosed for one criteria * The granted LTIP allows compensation between a sub criteria of the ESG part * The vested LTIP has a performance period of only two years and cannot be considered long term oriented enough. Support is warranted as: * The STI criteria remains limited in weight at 20 percent of the STI * The LTI compensation is limited * The performance conditions of the LTIP were disclosed and this short term plan was made following the absence of LTIP grant in 2020.</i>				
10	Approve Compensation Report of Corporate Officers	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Considering some issues remain in terms of disclosure on the CEO's remuneration report along with the recurring significant dissent received at last AGMs, a vote AGAINST this resolution is warranted.</i>				
11	Elect Groupe Industriel Marcel Dassault SAS as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this (re)election is warranted since the director is affiliated with a shareholder benefitting from the company's distortive voting structure (Item 11). A vote FOR this independent board member is warranted given the absence of any concerns (Item 12).</i>				
12	Reelect Laurence Daures as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST this (re)election is warranted since the director is affiliated with a shareholder benefitting from the company's distortive voting structure (Item 11). A vote FOR this independent board member is warranted given the absence of any concerns (Item 12).</i>				
13	Authorize Repurchase of Up to 25 Million Issued Share Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: Such share buyback programs merit a vote FOR.</i>				
	Extraordinary Business	Mgmt			
14	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the employee stock purchase plan is warranted as the proposed volume respects the 10-percent recommended guidelines.</i>				
15	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the employee stock purchase plan is warranted as the proposed volume respects the 10-percent recommended guidelines.</i>				
16	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees and Corporate Officers of International Subsidiaries	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the employee stock purchase plan is warranted as the proposed volume respects the 10-percent recommended guidelines.</i>				
17	Delegate Powers to the Board to Approve Merger by Absorption by the Company	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Votes AGAINST these delegations are warranted as they are not considered in shareholders' interests.</i>				

Dassault Systemes SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
18	Delegate Powers to the Board to Issue up to Aggregate Nominal Amount of EUR 10 Million in Connection with Item 17	Mgmt	For	Against	Against
<i>Voting Policy Rationale: Votes AGAINST these delegations are warranted as they are not considered in shareholders' interests.</i>					
19	Delegate Powers to the Board to Approve Spin-Off Agreement	Mgmt	For	Against	Against
<i>Voting Policy Rationale: Votes AGAINST these delegations are warranted as they are not considered in shareholders' interests.</i>					
20	Delegate Powers to the Board to Issue up to Aggregate Nominal Amount of EUR 10 Million in Connection with Item 19	Mgmt	For	Against	Against
<i>Voting Policy Rationale: Votes AGAINST these delegations are warranted as they are not considered in shareholders' interests.</i>					
21	Delegate Powers to the Board to Acquire Certain Assets of Another Company	Mgmt	For	Against	Against
<i>Voting Policy Rationale: Votes AGAINST these delegations are warranted as they are not considered in shareholders' interests.</i>					
22	Delegate Powers to the Board to Issue up to Aggregate Nominal Amount of EUR 10 Million in Connection with Item 21	Mgmt	For	Against	Against
<i>Voting Policy Rationale: Votes AGAINST these delegations are warranted as they are not considered in shareholders' interests.</i>					
	Ordinary Business	Mgmt			
23	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this routine item is warranted.</i>					

DENTSPLY SIRONA Inc.

Meeting Date: 05/22/2024

Country: USA

Ticker: XRAY

Record Date: 03/25/2024

Meeting Type: Annual

Primary Security ID: 24906P109

Shares Voted: 429

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Simon D. Campion	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
1b	Elect Director Willie A. Deese	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
1c	Elect Director Brian T. Gladden	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					

DENTSPLY SIRONA Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1d	Elect Director Betsy D. Holden	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1e	Elect Director Clyde R. Hosein	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1f	Elect Director Gregory T. Lucier	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1g	Elect Director Jonathan J. Mazelsky	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director Leslie F. Varon	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1i	Elect Director Janet S. Vergis	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1j	Elect Director Dorothea Wenzel	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as CEO pay and performance are reasonably aligned at this time. Some concern is noted regarding the utilization of annual measurement periods for the majority of performance-based equity awards, and the sharing of a metric in both the STI and LTI programs. Nevertheless, annual incentives are largely based on pre-set financial measures and half the equity grant is targeted to be performance-conditioned primarily earned based on objective financial metrics.</i>				
4	Approve Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
5	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that the purchase price is reasonable, the number of shares reserved is relatively conservative, and the offering period is within the prescribed limits set by Section 423 of the internal Revenue Code.</i>				

DexCom, Inc.

Meeting Date: 05/22/2024

Country: USA

Ticker: DXCM

Record Date: 03/27/2024

Meeting Type: Annual

Primary Security ID: 252131107

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Kevin R. Sayer	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven Altman, Nicholas (Nick) Augustinos, Richard Collins and Kyle Malady is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Steven R. Altman	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven Altman, Nicholas (Nick) Augustinos, Richard Collins and Kyle Malady is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Nicholas Augustinos	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven Altman, Nicholas (Nick) Augustinos, Richard Collins and Kyle Malady is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Richard A. Collins	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven Altman, Nicholas (Nick) Augustinos, Richard Collins and Kyle Malady is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Karen Dahut	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven Altman, Nicholas (Nick) Augustinos, Richard Collins and Kyle Malady is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Rimma Driscoll	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven Altman, Nicholas (Nick) Augustinos, Richard Collins and Kyle Malady is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Mark G. Foletta	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven Altman, Nicholas (Nick) Augustinos, Richard Collins and Kyle Malady is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Bridgette P. Heller	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven Altman, Nicholas (Nick) Augustinos, Richard Collins and Kyle Malady is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director Kyle Malady	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven Altman, Nicholas (Nick) Augustinos, Richard Collins and Kyle Malady is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.10	Elect Director Eric J. Topol	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven Altman, Nicholas (Nick) Augustinos, Richard Collins and Kyle Malady is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				

DexCom, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned. The LTI plan is primarily performance-based and the STI are largely based on pre-set financial measures.</i></p>					
4	Report on Median Gender/Racial Pay Gap	SH	Against	For	For
<p><i>Voting Policy Rationale: Support FOR this resolution is warranted, as it would shareholders to better evaluate the effectiveness of the company's diversity, equity, and inclusion efforts.</i></p>					
5	Report on Political Contributions	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted, as shareholders would benefit from increased disclosure to evaluate the company's political expenditures.</i></p>					

Erste Group Bank AG

Meeting Date: 05/22/2024

Country: Austria

Ticker: EBS

Record Date: 05/12/2024

Meeting Type: Annual

Primary Security ID: A19494102

Shares Voted: 5,003

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt			
<p><i>Voting Policy Rationale: This is a non-voting item.</i></p>					
2	Approve Allocation of Income and Dividends of EUR 2.70 per Share	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i></p>					
3	Approve Discharge of Management Board for Fiscal Year 2023	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i></p>					
4	Approve Discharge of Supervisory Board for Fiscal Year 2023	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i></p>					
5	Ratify Sparkassen-Pruefungsverband and PwC Wirtschaftspruefung GmbH as Auditors for the Sustainability Reporting for Fiscal Year 2024	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR are warranted because there are no concerns regarding these proposals.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Ratify PwC Wirtschaftspruefung GmbH as Auditors for Fiscal Year 2025	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR are warranted because there are no concerns regarding these proposals.</i>				
7	Approve Remuneration of Supervisory Board Members	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because there is no evidence of excessiveness on the part of Erste Group Bank's board in the past. However, support is qualified because: * The proposed fees are increased to levels further diverging from market practice. * The proposed fees follow increases already made in 2022 without the company providing further explanation other than 'increased responsibilities'. * However, the increased complexity and time commitment for board duties of international banks is also recognized. Nevertheless, subsequent proposals for increasing board fees are expected to be accompanied by more compelling background and context.</i>				
8	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because: * The company's remuneration report is broadly in line with best practice standards in Austria. However, it is not without concerns because: * The company continues to provide a relatively low level of disclosure on the achieved performance of non-financial performance metrics.</i>				
9.1	Approve Decrease in Size of Supervisory Board to 12 Members	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted due to a lack of concerns.</i>				
9.2	Elect Caroline Kuhnert as Supervisory Board Member	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the supervisory board.</i>				
9.3	Reelect Elisabeth Krainer-Senger-Weiss as Supervisory Board Member	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the supervisory board.</i>				
9.4	Reelect Michael Schuster as Supervisory Board Member	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the supervisory board.</i>				
9.5	Elect Walter Schuster as Supervisory Board Member	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the supervisory board.</i>				
10	Approve Virtual-Only or Hybrid Shareholder Meetings Until 2028; Amend Articles Re: Company Announcements	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposed article amendments is warranted because: * The authorization is limited until the end of fiscal year 2028. * This year's AGM is being held in-person. * A shareholder minority of 5 percent can demand that the next ordinary shareholders' meeting be held in presence or hybrid if the previous meeting was virtual (in line with Austrian law). * Shareholders' participation rights in the virtual format would be protected (in line with Austrian law). * The additional amendment is non-contentious in nature. However, support is qualified because: * The company has not explained under which circumstances it would hold meetings in the virtual and/or in-person format, thus essentially giving management blanket approval to hold virtual meetings moving forward.</i>				
11.1	Authorize Share Repurchase Program and Cancellation of Repurchased Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these resolutions are warranted as these are standard requests in Austria, and no concerns are noted.</i>				

Erste Group Bank AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
11.2	Authorize Reissuance of Repurchased Shares without Preemptive Rights	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these resolutions are warranted as these are standard requests in Austria, and no concerns are noted.</i></p>					

Howmet Aerospace Inc.

Meeting Date: 05/22/2024 **Country:** USA **Ticker:** HWM
Record Date: 03/25/2024 **Meeting Type:** Annual
Primary Security ID: 443201108

Shares Voted: 15,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director James F. Albaugh	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James (Jim) Albaugh, Amy Alving, Sharon Barner and Jody Miller is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Amy E. Alving	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James (Jim) Albaugh, Amy Alving, Sharon Barner and Jody Miller is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director Sharon R. Barner	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James (Jim) Albaugh, Amy Alving, Sharon Barner and Jody Miller is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1d	Elect Director Joseph S. Cantie	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James (Jim) Albaugh, Amy Alving, Sharon Barner and Jody Miller is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1e	Elect Director Robert F. Leduc	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James (Jim) Albaugh, Amy Alving, Sharon Barner and Jody Miller is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1f	Elect Director David J. Miller	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James (Jim) Albaugh, Amy Alving, Sharon Barner and Jody Miller is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1g	Elect Director Jody G. Miller	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James (Jim) Albaugh, Amy Alving, Sharon Barner and Jody Miller is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1h	Elect Director John C. Plant	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James (Jim) Albaugh, Amy Alving, Sharon Barner and Jody Miller is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

Howmet Aerospace Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1i	Elect Director Ulrich R. Schmidt	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James (Jim) Albaugh, Amy Alving, Sharon Barner and Jody Miller is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Gunner S. Smith	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James (Jim) Albaugh, Amy Alving, Sharon Barner and Jody Miller is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.39 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Annual incentives were largely based on objective financial metrics and regular annual equity grants to NEOs were predominantly performance based and now based on goals over a full three-year period. Nevertheless, some concern is raised given the sizable incentive award opportunities for CEO Plant, including his return to regular annual equity grants in FY24, and the lack of forwardly disclosed performance goals for PSUs. For this reason, continued monitoring of pay outcomes is warranted.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
5	Submit Severance Agreement to Shareholder Vote	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. The company has a policy that limits cash severance to a reasonable basis, absent shareholder approval, and no significant concerns are identified with respect to equity award treatment.</i>				

Insulet Corporation

Meeting Date: 05/22/2024 **Country:** USA **Ticker:** PODD
Record Date: 03/26/2024 **Meeting Type:** Annual
Primary Security ID: 45784P101

Shares Voted: 1,642

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Wayne A.I. Frederick	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.2	Elect Director Flavia H. Pease	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.3	Elect Director Timothy J. Scannell	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				

Insulet Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time. The annual incentive plan is predominantly based on pre-set objective measures. LTI awards are primarily performance-conditioned for the CEO.</i></p>					
3	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i></p>					

Integer Holdings Corporation

Meeting Date: 05/22/2024 **Country:** USA **Ticker:** ITGR
Record Date: 03/25/2024 **Meeting Type:** Annual
Primary Security ID: 45826H109

Shares Voted: 492

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Sheila Antrum	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Pamela Bailey, Jean Hobby, Alvin (Tyron) Jeffers, Filippo Passerini and William Summers Jr. for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1.2	Elect Director Pamela G. Bailey	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Pamela Bailey, Jean Hobby, Alvin (Tyron) Jeffers, Filippo Passerini and William Summers Jr. for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1.3	Elect Director Cheryl C. Capps	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Pamela Bailey, Jean Hobby, Alvin (Tyron) Jeffers, Filippo Passerini and William Summers Jr. for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1.4	Elect Director Joseph W. Dziedzic	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Pamela Bailey, Jean Hobby, Alvin (Tyron) Jeffers, Filippo Passerini and William Summers Jr. for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1.5	Elect Director James F. Hinrichs	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Pamela Bailey, Jean Hobby, Alvin (Tyron) Jeffers, Filippo Passerini and William Summers Jr. for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1.6	Elect Director Jean Hobby	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Pamela Bailey, Jean Hobby, Alvin (Tyron) Jeffers, Filippo Passerini and William Summers Jr. for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					

Integer Holdings Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.7	Elect Director Alvin (Tyrone) Jeffers	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Pamela Bailey, Jean Hobby, Alvin (Tyrone) Jeffers, Filippo Passerini and William Summers Jr. for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1.8	Elect Director M. Craig Maxwell	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Pamela Bailey, Jean Hobby, Alvin (Tyrone) Jeffers, Filippo Passerini and William Summers Jr. for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1.9	Elect Director Filippo Passerini	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Pamela Bailey, Jean Hobby, Alvin (Tyrone) Jeffers, Filippo Passerini and William Summers Jr. for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1.10	Elect Director Donald J. Spence	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Pamela Bailey, Jean Hobby, Alvin (Tyrone) Jeffers, Filippo Passerini and William Summers Jr. for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1.11	Elect Director William B. Summers, Jr.	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Pamela Bailey, Jean Hobby, Alvin (Tyrone) Jeffers, Filippo Passerini and William Summers Jr. for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 6.98 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i></p>					

Jumbo SA

Meeting Date: 05/22/2024 **Country:** Greece **Ticker:** BELA
Record Date: 05/16/2024 **Meeting Type:** Annual
Primary Security ID: X4114P111

Shares Voted: 5,223

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Annual Meeting Agenda Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the approval of the annual accounts is warranted due to a lack of concern regarding the accounts presented or audit procedures used.</i></p>					

Jumbo SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Receive Report of Independent Non-Executive Directors	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
3	Receive Audit Committee's Activity Report	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
4	Approve Allocation of Income and Dividends	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of governance concerns, this item warrants a vote FOR.</i>				
5	Approve Management of Company and Grant Discharge to Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted due to the absence of concerns.</i>				
6	Approve Director Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the reported remuneration is not excessive. However, it is highlighted that: * The remuneration of Polycarpou will increase significantly, but the company provided the underlying rationale; and * The extra payments to the CEO and executive Vakaki seem to be performance related, and no explicit targets have been provided. Mitigating, these payments are not considered high at this time and their evolution will be under monitoring.</i>				
7	Advisory Vote on Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because there are no concerns with the reported remuneration levels. However, it is noted that: * The fixed remuneration of the CEO keeps increasing significantly. Mitigating, the company explained the factors led to the increase in 2023, and her salary is not considered excessive. This issue will be under monitoring for the upcoming AGMs. * The CEO and executive Polycarpou did not receive any distinct performance-based component to align their interest in the company with shareholders' interest.</i>				
8	Approve Auditors and Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal. This is not without highlighting that the audit fees paid to the outgoing auditor are not disclosed.</i>				

M&G Plc

Meeting Date: 05/22/2024

Country: United Kingdom

Ticker: MNG

Record Date: 05/20/2024

Meeting Type: Annual

Primary Security ID: G6107R102

Shares Voted: 8,384

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

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Elect Elisabeth Stheeman as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Edward Braham, Clare Thompson, Clive Adamson and Clare Chapman is warranted for lack of diversity on the board. A vote FOR the remaining directors is considered warranted.</i>					
4	Re-elect Clive Adamson as Director	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Edward Braham, Clare Thompson, Clive Adamson and Clare Chapman is warranted for lack of diversity on the board. A vote FOR the remaining directors is considered warranted.</i>					
5	Re-elect Edward Braham as Director	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Edward Braham, Clare Thompson, Clive Adamson and Clare Chapman is warranted for lack of diversity on the board. A vote FOR the remaining directors is considered warranted.</i>					
6	Re-elect Clare Chapman as Director	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Edward Braham, Clare Thompson, Clive Adamson and Clare Chapman is warranted for lack of diversity on the board. A vote FOR the remaining directors is considered warranted.</i>					
7	Re-elect Kathryn McLeland as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Edward Braham, Clare Thompson, Clive Adamson and Clare Chapman is warranted for lack of diversity on the board. A vote FOR the remaining directors is considered warranted.</i>					
8	Re-elect Andrea Rossi as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Edward Braham, Clare Thompson, Clive Adamson and Clare Chapman is warranted for lack of diversity on the board. A vote FOR the remaining directors is considered warranted.</i>					
9	Re-elect Debasish Sanyal as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Edward Braham, Clare Thompson, Clive Adamson and Clare Chapman is warranted for lack of diversity on the board. A vote FOR the remaining directors is considered warranted.</i>					
10	Re-elect Clare Thompson as Director	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Edward Braham, Clare Thompson, Clive Adamson and Clare Chapman is warranted for lack of diversity on the board. A vote FOR the remaining directors is considered warranted.</i>					
11	Re-elect Massimo Tosato as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Edward Braham, Clare Thompson, Clive Adamson and Clare Chapman is warranted for lack of diversity on the board. A vote FOR the remaining directors is considered warranted.</i>					
12	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is considered warranted as no significant concerns have been identified.</i>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
13	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 4.0 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
14	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is considered warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				
15	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
16	Authorise Issue of Equity in Connection with the Issue of Mandatory Convertible Securities	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted, although this is not without concern for shareholders: * If the Company were to issue Mandatory Convertible Securities and a trigger event were to occur, causing them to convert into ordinary shares, this would result in significant dilution to non-participating shareholders. The main reasons for support are: * Such authorities are common proposals at UK banks and investment managers, and are intended to apply in extreme circumstances only.</i>				
17	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
18	Authorise Issue of Equity without Pre-emptive Rights in Connection with the Issue of Mandatory Convertible Securities	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted, although this is not without concern for shareholders: * If the Company were to issue Mandatory Convertible Securities and a trigger event were to occur, causing them to convert into ordinary shares, this would result in significant dilution to non-participating shareholders. The main reasons for support are: * Such authorities are common proposals at UK banks and investment managers, and are intended to apply in extreme circumstances only.</i>				
19	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is considered warranted because the proposed amount and duration are within recommended limits.</i>				
20	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is considered warranted. No issues of concern have been identified.</i>				

Markel Group Inc.

Meeting Date: 05/22/2024

Country: USA

Ticker: MKL

Record Date: 03/14/2024

Meeting Type: Annual

Primary Security ID: 570535104

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Mark M. Besca	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael O'Reilly, Lawrence Cunningham, Greta Harris, Morgan Housel and Anne Lynne Puckett is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Lawrence A. Cunningham	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael O'Reilly, Lawrence Cunningham, Greta Harris, Morgan Housel and Anne Lynne Puckett is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Thomas S. Gayner	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael O'Reilly, Lawrence Cunningham, Greta Harris, Morgan Housel and Anne Lynne Puckett is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Greta J. Harris	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael O'Reilly, Lawrence Cunningham, Greta Harris, Morgan Housel and Anne Lynne Puckett is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Morgan E. Housel	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael O'Reilly, Lawrence Cunningham, Greta Harris, Morgan Housel and Anne Lynne Puckett is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Diane Leopold	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael O'Reilly, Lawrence Cunningham, Greta Harris, Morgan Housel and Anne Lynne Puckett is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Anthony F. Markel	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael O'Reilly, Lawrence Cunningham, Greta Harris, Morgan Housel and Anne Lynne Puckett is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Steven A. Markel	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael O'Reilly, Lawrence Cunningham, Greta Harris, Morgan Housel and Anne Lynne Puckett is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Harold L. Morrison, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael O'Reilly, Lawrence Cunningham, Greta Harris, Morgan Housel and Anne Lynne Puckett is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Michael O'Reilly	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael O'Reilly, Lawrence Cunningham, Greta Harris, Morgan Housel and Anne Lynne Puckett is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Markel Group Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1k	Elect Director A. Lynne Puckett	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael O'Reilly, Lawrence Cunningham, Greta Harris, Morgan Housel and Anne Lynne Puckett is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i>				
3	Approve Restricted Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
4	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.50 percent of the fees paid to the auditor are for non-audit purposes.</i>				
5	Disclose GHG Emissions from Underwriting, Insuring, and Investing	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because it would help shareholders better understand the company's climate-related risks from its underwriting, investment, and insurance activities.</i>				

McDonald's Corporation

Meeting Date: 05/22/2024 **Country:** USA **Ticker:** MCD
Record Date: 03/25/2024 **Meeting Type:** Annual
Primary Security ID: 580135101

Shares Voted: 8,618

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Anthony Capuano	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Miles White, Lloyd Dean, Paul Walsh and Amy Weaver is warranted for lack of diversity on the board. A cautionary vote FOR is warranted for John Mulligan, the Chair of the Public Policy & Strategy Committee, which has oversight over public policy and strategy-related shareholder proposals, as the board has not made the disclosure requested in a shareholder proposal that received majority support in 2023, and what the company has committed to provide is only partially responsive to the request in the proposal. A vote FOR the remaining director nominees is warranted. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Kareem Daniel	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Miles White, Lloyd Dean, Paul Walsh and Amy Weaver is warranted for lack of diversity on the board. A cautionary vote FOR is warranted for John Mulligan, the Chair of the Public Policy & Strategy Committee, which has oversight over public policy and strategy-related shareholder proposals, as the board has not made the disclosure requested in a shareholder proposal that received majority support in 2023, and what the company has committed to provide is only partially responsive to the request in the proposal. A vote FOR the remaining director nominees is warranted. A vote FOR the remaining director nominees is warranted.</i>				

McDonald's Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1c	Elect Director Lloyd Dean	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Miles White, Lloyd Dean, Paul Walsh and Amy Weaver is warranted for lack of diversity on the board. A cautionary vote FOR is warranted for John Mulligan, the Chair of the Public Policy & Strategy Committee, which has oversight over public policy and strategy-related shareholder proposals, as the board has not made the disclosure requested in a shareholder proposal that received majority support in 2023, and what the company has committed to provide is only partially responsive to the request in the proposal. A vote FOR the remaining director nominees is warranted. A vote FOR the remaining director nominees is warranted.</i></p>				
1d	Elect Director Catherine Engelbert	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Miles White, Lloyd Dean, Paul Walsh and Amy Weaver is warranted for lack of diversity on the board. A cautionary vote FOR is warranted for John Mulligan, the Chair of the Public Policy & Strategy Committee, which has oversight over public policy and strategy-related shareholder proposals, as the board has not made the disclosure requested in a shareholder proposal that received majority support in 2023, and what the company has committed to provide is only partially responsive to the request in the proposal. A vote FOR the remaining director nominees is warranted. A vote FOR the remaining director nominees is warranted.</i></p>				
1e	Elect Director Margaret Georgiadis	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Miles White, Lloyd Dean, Paul Walsh and Amy Weaver is warranted for lack of diversity on the board. A cautionary vote FOR is warranted for John Mulligan, the Chair of the Public Policy & Strategy Committee, which has oversight over public policy and strategy-related shareholder proposals, as the board has not made the disclosure requested in a shareholder proposal that received majority support in 2023, and what the company has committed to provide is only partially responsive to the request in the proposal. A vote FOR the remaining director nominees is warranted. A vote FOR the remaining director nominees is warranted.</i></p>				
1f	Elect Director Michael Hsu	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Miles White, Lloyd Dean, Paul Walsh and Amy Weaver is warranted for lack of diversity on the board. A cautionary vote FOR is warranted for John Mulligan, the Chair of the Public Policy & Strategy Committee, which has oversight over public policy and strategy-related shareholder proposals, as the board has not made the disclosure requested in a shareholder proposal that received majority support in 2023, and what the company has committed to provide is only partially responsive to the request in the proposal. A vote FOR the remaining director nominees is warranted. A vote FOR the remaining director nominees is warranted.</i></p>				
1g	Elect Director Christopher Kempczinski	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Miles White, Lloyd Dean, Paul Walsh and Amy Weaver is warranted for lack of diversity on the board. A cautionary vote FOR is warranted for John Mulligan, the Chair of the Public Policy & Strategy Committee, which has oversight over public policy and strategy-related shareholder proposals, as the board has not made the disclosure requested in a shareholder proposal that received majority support in 2023, and what the company has committed to provide is only partially responsive to the request in the proposal. A vote FOR the remaining director nominees is warranted. A vote FOR the remaining director nominees is warranted.</i></p>				
1h	Elect Director John Mulligan	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Miles White, Lloyd Dean, Paul Walsh and Amy Weaver is warranted for lack of diversity on the board. A cautionary vote FOR is warranted for John Mulligan, the Chair of the Public Policy & Strategy Committee, which has oversight over public policy and strategy-related shareholder proposals, as the board has not made the disclosure requested in a shareholder proposal that received majority support in 2023, and what the company has committed to provide is only partially responsive to the request in the proposal. A vote FOR the remaining director nominees is warranted. A vote FOR the remaining director nominees is warranted.</i></p>				
1i	Elect Director Jennifer Taubert	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Miles White, Lloyd Dean, Paul Walsh and Amy Weaver is warranted for lack of diversity on the board. A cautionary vote FOR is warranted for John Mulligan, the Chair of the Public Policy & Strategy Committee, which has oversight over public policy and strategy-related shareholder proposals, as the board has not made the disclosure requested in a shareholder proposal that received majority support in 2023, and what the company has committed to provide is only partially responsive to the request in the proposal. A vote FOR the remaining director nominees is warranted. A vote FOR the remaining director nominees is warranted.</i></p>				

McDonald's Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1j	Elect Director Paul Walsh	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Miles White, Lloyd Dean, Paul Walsh and Amy Weaver is warranted for lack of diversity on the board. A cautionary vote FOR is warranted for John Mulligan, the Chair of the Public Policy & Strategy Committee, which has oversight over public policy and strategy-related shareholder proposals, as the board has not made the disclosure requested in a shareholder proposal that received majority support in 2023, and what the company has committed to provide is only partially responsive to the request in the proposal. A vote FOR the remaining director nominees is warranted. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Amy Weaver	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Miles White, Lloyd Dean, Paul Walsh and Amy Weaver is warranted for lack of diversity on the board. A cautionary vote FOR is warranted for John Mulligan, the Chair of the Public Policy & Strategy Committee, which has oversight over public policy and strategy-related shareholder proposals, as the board has not made the disclosure requested in a shareholder proposal that received majority support in 2023, and what the company has committed to provide is only partially responsive to the request in the proposal. A vote FOR the remaining director nominees is warranted. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director Miles White	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Miles White, Lloyd Dean, Paul Walsh and Amy Weaver is warranted for lack of diversity on the board. A cautionary vote FOR is warranted for John Mulligan, the Chair of the Public Policy & Strategy Committee, which has oversight over public policy and strategy-related shareholder proposals, as the board has not made the disclosure requested in a shareholder proposal that received majority support in 2023, and what the company has committed to provide is only partially responsive to the request in the proposal. A vote FOR the remaining director nominees is warranted. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time. The short-term incentive is primarily based on pre-set financial metrics, and the long-term incentive is targeted to be half performance-based, with a multi-year measurement period.</i>				
3	Amend Certificate of Incorporation to Limit the Personal Liability of Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i>				
4	Amend Certificate of Incorporation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as, on balance, the proposed amendments to the company's charter do not appear to adversely impact shareholder's rights.</i>				
5	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.77 percent of the fees paid to the auditor are for non-audit purposes.</i>				
6	Adopt Antibiotics Policy	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because there are industry and regulatory trends to move towards antibiotic-free meat production as the science more clearly shows the routine use of antibiotics in food farms contributing to the global problem of antibiotic resistance.</i>				
7	Approve Request on Cage Free Egg Progress Disclosure	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the requested disclosure would help shareholders evaluate the effectiveness of the company's cage-free egg goal and management of any related risks. Further disclosure would also better inform shareholders regarding the company's progress in reaching its 2025 cage-free egg commitment.</i>				

McDonald's Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8	Disclose Poultry Welfare Indicators	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted. Additional disclosure of how the company measures animal welfare would allow shareholders to better assess the effectiveness of the company's animal welfare efforts and management of related risks.</i></p>					
9	Report on Congruency of Company's Privacy and Human Rights Policies with its Actions	SH	Against	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. In the absence of company-specific human rights related controversies, the company appears to provide shareholders with sufficient disclosure related to its management of human rights related risks.</i></p>					
10	Report on Corporate Contributions	SH	Against	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because the company provides sufficient information regarding its contributions to third-party organizations, and absent self-dealing or gross negligence, management should be afforded discretion in determining the company's charitable giving strategy.</i></p>					
11	Issue Transparency Report on Global Public Policy and Political Influence	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted, as increased global transparency and disclosure around its memberships in political organizations and lobbying expenditures, as well as the company's its management- and board-level oversight of spending would help shareholders evaluate the company's management of related risks and benefits.</i></p>					

MicroStrategy Incorporated

Meeting Date: 05/22/2024 **Country:** USA **Ticker:** MSTR
Record Date: 03/26/2024 **Meeting Type:** Annual
Primary Security ID: 594972408

Shares Voted: 194

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Michael J. Saylor	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent director nominees Michael Saylor, Phong Le, Stephen Graham, Jarrod Patten, Leslie (Les) Rechan and Carl (Rick) Rickertsen for lack of diversity on the board. In the absence of a governance committee, WITHHOLD votes are also warranted for incumbent nominees Michael Saylor, Phong Le, Stephen Graham, Jarrod Patten, Leslie (Les) Rechan, and Carl (Rick) Rickertsen for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are further warranted for non-independent director nominees Michael Saylor and Phong Le due to the company's lack of a formal nominating committee. WITHHOLD votes are additionally warranted for director nominee Michael Saylor as his ownership of the supervoting shares provide them with voting power control of the company.</i></p>					
1.2	Elect Director Phong Q. Le	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent director nominees Michael Saylor, Phong Le, Stephen Graham, Jarrod Patten, Leslie (Les) Rechan and Carl (Rick) Rickertsen for lack of diversity on the board. In the absence of a governance committee, WITHHOLD votes are also warranted for incumbent nominees Michael Saylor, Phong Le, Stephen Graham, Jarrod Patten, Leslie (Les) Rechan, and Carl (Rick) Rickertsen for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are further warranted for non-independent director nominees Michael Saylor and Phong Le due to the company's lack of a formal nominating committee. WITHHOLD votes are additionally warranted for director nominee Michael Saylor as his ownership of the supervoting shares provide them with voting power control of the company.</i></p>					

MicroStrategy Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Director Stephen X. Graham	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent director nominees Michael Saylor, Phong Le, Stephen Graham, Jarrod Patten, Leslie (Les) Rechan and Carl (Rick) Rickertsen for lack of diversity on the board. In the absence of a governance committee, WITHHOLD votes are also warranted for incumbent nominees Michael Saylor, Phong Le, Stephen Graham, Jarrod Patten, Leslie (Les) Rechan, and Carl (Rick) Rickertsen for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are further warranted for non-independent director nominees Michael Saylor and Phong Le due to the company's lack of a formal nominating committee. WITHHOLD votes are additionally warranted for director nominee Michael Saylor as his ownership of the supervoting shares provide them with voting power control of the company.</i></p>					
1.4	Elect Director Jarrod M. Patten	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent director nominees Michael Saylor, Phong Le, Stephen Graham, Jarrod Patten, Leslie (Les) Rechan and Carl (Rick) Rickertsen for lack of diversity on the board. In the absence of a governance committee, WITHHOLD votes are also warranted for incumbent nominees Michael Saylor, Phong Le, Stephen Graham, Jarrod Patten, Leslie (Les) Rechan, and Carl (Rick) Rickertsen for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are further warranted for non-independent director nominees Michael Saylor and Phong Le due to the company's lack of a formal nominating committee. WITHHOLD votes are additionally warranted for director nominee Michael Saylor as his ownership of the supervoting shares provide them with voting power control of the company.</i></p>					
1.5	Elect Director Leslie J. Rechan	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent director nominees Michael Saylor, Phong Le, Stephen Graham, Jarrod Patten, Leslie (Les) Rechan and Carl (Rick) Rickertsen for lack of diversity on the board. In the absence of a governance committee, WITHHOLD votes are also warranted for incumbent nominees Michael Saylor, Phong Le, Stephen Graham, Jarrod Patten, Leslie (Les) Rechan, and Carl (Rick) Rickertsen for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are further warranted for non-independent director nominees Michael Saylor and Phong Le due to the company's lack of a formal nominating committee. WITHHOLD votes are additionally warranted for director nominee Michael Saylor as his ownership of the supervoting shares provide them with voting power control of the company.</i></p>					
1.6	Elect Director Carl J. Rickertsen	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent director nominees Michael Saylor, Phong Le, Stephen Graham, Jarrod Patten, Leslie (Les) Rechan and Carl (Rick) Rickertsen for lack of diversity on the board. In the absence of a governance committee, WITHHOLD votes are also warranted for incumbent nominees Michael Saylor, Phong Le, Stephen Graham, Jarrod Patten, Leslie (Les) Rechan, and Carl (Rick) Rickertsen for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are further warranted for non-independent director nominees Michael Saylor and Phong Le due to the company's lack of a formal nominating committee. WITHHOLD votes are additionally warranted for director nominee Michael Saylor as his ownership of the supervoting shares provide them with voting power control of the company.</i></p>					
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i></p>					

Mondelez International, Inc.

Meeting Date: 05/22/2024 **Country:** USA **Ticker:** MDLZ
Record Date: 03/13/2024 **Meeting Type:** Annual
Primary Security ID: 609207105

Shares Voted: 6,525

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Cees 't Hart	Mgmt	For	For	For

Mondelez International, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Patrick Siewert, Charles (Chuck) Bunch, Ertharin Cousin, Anindita (Ann) Mukherjee and Michael Todman is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.2	Elect Director Charles E. Bunch	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Patrick Siewert, Charles (Chuck) Bunch, Ertharin Cousin, Anindita (Ann) Mukherjee and Michael Todman is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.3	Elect Director Ertharin Cousin	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Patrick Siewert, Charles (Chuck) Bunch, Ertharin Cousin, Anindita (Ann) Mukherjee and Michael Todman is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.4	Elect Director Brian J. McNamara	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Patrick Siewert, Charles (Chuck) Bunch, Ertharin Cousin, Anindita (Ann) Mukherjee and Michael Todman is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.5	Elect Director Jorge S. Mesquita	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Patrick Siewert, Charles (Chuck) Bunch, Ertharin Cousin, Anindita (Ann) Mukherjee and Michael Todman is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.6	Elect Director Anindita Mukherjee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Patrick Siewert, Charles (Chuck) Bunch, Ertharin Cousin, Anindita (Ann) Mukherjee and Michael Todman is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.7	Elect Director Jane Hamilton Nielsen	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Patrick Siewert, Charles (Chuck) Bunch, Ertharin Cousin, Anindita (Ann) Mukherjee and Michael Todman is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.8	Elect Director Paula A. Price	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Patrick Siewert, Charles (Chuck) Bunch, Ertharin Cousin, Anindita (Ann) Mukherjee and Michael Todman is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.9	Elect Director Patrick T. Siewert	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Patrick Siewert, Charles (Chuck) Bunch, Ertharin Cousin, Anindita (Ann) Mukherjee and Michael Todman is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.10	Elect Director Michael A. Todman	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Patrick Siewert, Charles (Chuck) Bunch, Ertharin Cousin, Anindita (Ann) Mukherjee and Michael Todman is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.11	Elect Director Dirk Van de Put	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Patrick Siewert, Charles (Chuck) Bunch, Ertharin Cousin, Anindita (Ann) Mukherjee and Michael Todman is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				

Mondelez International, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. The STI and LTI plans were primarily performance based and paid out above target consistent with the company's financial performance.</i>				
3	Approve Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
5	Establish Subcommittee Study on Company Affiliations	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted, as the company's existing board oversight appears adequate to address issues related to external partnerships and, absent clear performance concerns, the board should generally be given latitude to determine its committee and subcommittee structure.</i>				
6	Require Independent Board Chair	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the importance of having an independent chairman of the board.</i>				
7	Report on Targets to Eradicate Child Labor in Cocoa Supply Chain	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as increased transparency on Mondelez's supply chain policies and processes could help alleviate related risks.</i>				
8	Report on Risks of Doing Business in Conflict-Affected Areas	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR the proposal is warranted as shareholders would benefit from an independent review of the effectiveness of the company's human rights policy in conflict-affected and high-risk areas in order to better assess whether the company is sufficiently managing associated risks. Such a report will allow the company the opportunity to evaluate and manage related operational risks that have the potential to negatively affect shareholder value.</i>				

MTR Corporation Limited

Meeting Date: 05/22/2024 **Country:** Hong Kong **Ticker:** 66
Record Date: 05/14/2024 **Meeting Type:** Annual
Primary Security ID: Y6146T101

Shares Voted: 152,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR this resolution is warranted.</i>				
2	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine dividend proposal.</i>				

MTR Corporation Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3a	Elect Christopher Hui Ching-yu as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST the election of Christopher Hui Ching-yu is warranted for failing to attend at least 75 percent of board and committee meetings in the most recent fiscal year, without a satisfactory explanation. In the absence of any significant issues concerning other nominees, a vote FOR their election is warranted.</i></p>					
3b	Elect Hui Siu-wai as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST the election of Christopher Hui Ching-yu is warranted for failing to attend at least 75 percent of board and committee meetings in the most recent fiscal year, without a satisfactory explanation. In the absence of any significant issues concerning other nominees, a vote FOR their election is warranted.</i></p>					
3c	Elect Adrian Wong Koon-man as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST the election of Christopher Hui Ching-yu is warranted for failing to attend at least 75 percent of board and committee meetings in the most recent fiscal year, without a satisfactory explanation. In the absence of any significant issues concerning other nominees, a vote FOR their election is warranted.</i></p>					
4	Elect Ayesha Abbas Macpherson as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST the election of Christopher Hui Ching-yu is warranted for failing to attend at least 75 percent of board and committee meetings in the most recent fiscal year, without a satisfactory explanation. In the absence of any significant issues concerning other nominees, a vote FOR their election is warranted.</i></p>					
5	Approve KPMG as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the audit firm, its remuneration, and the way the audit was conducted.</i></p>					
6	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these resolutions is warranted for the following: * The share issuance limit is 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has specified a discount limit which is 10 percent for issuance for cash and non-cash consideration.</i></p>					
7	Authorize Repurchase of Issued Share Capital	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted given the absence of any known issues concerning the proposed share repurchase.</i></p>					

Onto Innovation Inc.

Meeting Date: 05/22/2024

Country: USA

Ticker: ONTO

Record Date: 03/25/2024

Meeting Type: Annual

Primary Security ID: 683344105

Shares Voted: 950

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Leo Berlinghieri	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Christopher Seams, Leo Berlinghieri, David Miller, and May Su is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					

Onto Innovation Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1b	Elect Director Stephen D. Kelley	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Christopher Seams, Leo Berlinghieri, David Miller, and May Su is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1c	Elect Director Susan D. Lynch	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Christopher Seams, Leo Berlinghieri, David Miller, and May Su is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1d	Elect Director David B. Miller	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Christopher Seams, Leo Berlinghieri, David Miller, and May Su is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1e	Elect Director Michael P. Plinski	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Christopher Seams, Leo Berlinghieri, David Miller, and May Su is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1f	Elect Director Christopher A. Seams	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Christopher Seams, Leo Berlinghieri, David Miller, and May Su is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1g	Elect Director May Su	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Christopher Seams, Leo Berlinghieri, David Miller, and May Su is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1h	Elect Director Christine A. Tsingos	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Christopher Seams, Leo Berlinghieri, David Miller, and May Su is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				

Partners Group Holding AG

Meeting Date: 05/22/2024

Country: Switzerland

Ticker: PGHN

Record Date:

Meeting Type: Annual

Primary Security ID: H6120A101

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the annual accounts, annual report, and auditor's report for the fiscal year in review is warranted.</i>				
1.2	Approve Non-Financial Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the approval of the company's non-financial report is warranted due to a lack of significant concerns.</i>				
2	Approve Allocation of Income and Dividends of CHF 39.00 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i>				
3	Approve Discharge of Board and Senior Management	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the formal discharge of the board of directors and senior management is warranted, as there is no evidence that the board and senior management have not fulfilled their fiduciary duties.</i>				
4	Approve Creation of Capital Band within the Upper Limit of CHF 293,700 with or without Exclusion of Preemptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposed authorization is warranted due to a lack of concerns.</i>				
5	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the remuneration report is warranted because the company's remuneration practices are in line with market practice and no significant concerns are noted.</i>				
6.1	Approve Fixed Remuneration of Directors in the Amount of CHF 3.5 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these resolutions are warranted because the proposed amounts are in line with market practice.</i>				
6.2	Approve Variable Long-Term Remuneration of Directors in the Amount of CHF 4.8 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these resolutions are warranted because the proposed amounts are in line with market practice.</i>				
6.3	Approve Technical Non-Financial Remuneration of Directors in the Amount of CHF 16.3 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these resolutions are warranted because the proposed amounts are in line with market practice.</i>				
6.4	Approve Remuneration Budget of Executive Committee in the Amount of CHF 13 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: Item 6.4 A cautious vote FOR this proposal is warranted. Although a flat amount of compensation has been requested, the number of executives has decreased, thereby providing flexibility for possible compensation increases, and a rationale has not been provided. Items 6.5 and 6.7 Votes FOR these items are warranted because the proposals appear to be in line with market practice and do not raise significant concerns. Item 6.6 A qualified vote FOR this item is warranted. Although the proposal is broadly in line with market practice, some concern is raised with regard to the lack of a more detailed explanation concerning the basis for underlying grant amounts.</i>				

Partners Group Holding AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6.5	Approve Variable Long-Term Remuneration of Executive Committee in the Amount of CHF 19 Million	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Item 6.4 A cautious vote FOR this proposal is warranted. Although a flat amount of compensation has been requested, the number of executives has decreased, thereby providing flexibility for possible compensation increases, and a rationale has not been provided. Items 6.5 and 6.7 Votes FOR these items are warranted because the proposals appear to be in line with market practice and do not raise significant concerns. Item 6.6 A qualified vote FOR this item is warranted. Although the proposal is broadly in line with market practice, some concern is raised with regard to the lack of a more detailed explanation concerning the basis for underlying grant amounts.</i></p>				
6.6	Approve Performance-Based Remuneration for Former Executive Committee Members in the Amount of CHF 3 Million	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Item 6.4 A cautious vote FOR this proposal is warranted. Although a flat amount of compensation has been requested, the number of executives has decreased, thereby providing flexibility for possible compensation increases, and a rationale has not been provided. Items 6.5 and 6.7 Votes FOR these items are warranted because the proposals appear to be in line with market practice and do not raise significant concerns. Item 6.6 A qualified vote FOR this item is warranted. Although the proposal is broadly in line with market practice, some concern is raised with regard to the lack of a more detailed explanation concerning the basis for underlying grant amounts.</i></p>				
6.7	Approve Technical Non-Financial Remuneration of Executive Committee in the Amount of CHF 110,000	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Item 6.4 A cautious vote FOR this proposal is warranted. Although a flat amount of compensation has been requested, the number of executives has decreased, thereby providing flexibility for possible compensation increases, and a rationale has not been provided. Items 6.5 and 6.7 Votes FOR these items are warranted because the proposals appear to be in line with market practice and do not raise significant concerns. Item 6.6 A qualified vote FOR this item is warranted. Although the proposal is broadly in line with market practice, some concern is raised with regard to the lack of a more detailed explanation concerning the basis for underlying grant amounts.</i></p>				
7.1.1	Reelect Steffen Meister as Director and Board Chair	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Board elections (Items 7.1.1 – 7.1.7) Votes FOR the independent nominees: Anne Lester, Gaëlle Olivier, and Flora Zhao are warranted due to a lack of concerns. Cautious votes FOR the non-independent nominees: Steffen Meister, Marcel Erni, Alfred Gantner, and Urs Wietlisbach are warranted at this time. Although the board would be majority non-independent following the proposed elections, this is due to the sudden resignation of one of the independent board members. Specifically, we note that independent director Martin Strobel announced after the publication of the 2023 annual report (March 19, 2024) that he would step down from the board. In response to the sudden resignation, the board has commenced a search process and expects to propose a further independent director for election at the 2025 AGM. However, at this time, the board will be composed of one less member, which also impacts overall board independence until a replacement for Strobel is found. We further note that the company has maintained a majority-independent board across the past five years. Compensation committee elections (Items 7.2.1 – 7.2.3) Votes FOR the proposed nominees are warranted due to a lack of concerns.</i></p>				
7.1.2	Reelect Marcel Erni as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Board elections (Items 7.1.1 – 7.1.7) Votes FOR the independent nominees: Anne Lester, Gaëlle Olivier, and Flora Zhao are warranted due to a lack of concerns. Cautious votes FOR the non-independent nominees: Steffen Meister, Marcel Erni, Alfred Gantner, and Urs Wietlisbach are warranted at this time. Although the board would be majority non-independent following the proposed elections, this is due to the sudden resignation of one of the independent board members. Specifically, we note that independent director Martin Strobel announced after the publication of the 2023 annual report (March 19, 2024) that he would step down from the board. In response to the sudden resignation, the board has commenced a search process and expects to propose a further independent director for election at the 2025 AGM. However, at this time, the board will be composed of one less member, which also impacts overall board independence until a replacement for Strobel is found. We further note that the company has maintained a majority-independent board across the past five years. Compensation committee elections (Items 7.2.1 – 7.2.3) Votes FOR the proposed nominees are warranted due to a lack of concerns.</i></p>				

Partners Group Holding AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7.1.3	Reelect Alfred Gantner as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Board elections (Items 7.1.1 – 7.1.7) Votes FOR the independent nominees: Anne Lester, Gaelle Olivier, and Flora Zhao are warranted due to a lack of concerns. Cautious votes FOR the non-independent nominees: Steffen Meister, Marcel Erni, Alfred Gantner, and Urs Wietlisbach are warranted at this time. Although the board would be majority non-independent following the proposed elections, this is due to the sudden resignation of one of the independent board members. Specifically, we note that independent director Martin Strobel announced after the publication of the 2023 annual report (March 19, 2024) that he would step down from the board. In response to the sudden resignation, the board has commenced a search process and expects to propose a further independent director for election at the 2025 AGM. However, at this time, the board will be composed of one less member, which also impacts overall board independence until a replacement for Strobel is found. We further note that the company has maintained a majority-independent board across the past five years. Compensation committee elections (Items 7.2.1 – 7.2.3) Votes FOR the proposed nominees are warranted due to a lack of concerns.</i></p>				
7.1.4	Reelect Anne Lester as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Board elections (Items 7.1.1 – 7.1.7) Votes FOR the independent nominees: Anne Lester, Gaelle Olivier, and Flora Zhao are warranted due to a lack of concerns. Cautious votes FOR the non-independent nominees: Steffen Meister, Marcel Erni, Alfred Gantner, and Urs Wietlisbach are warranted at this time. Although the board would be majority non-independent following the proposed elections, this is due to the sudden resignation of one of the independent board members. Specifically, we note that independent director Martin Strobel announced after the publication of the 2023 annual report (March 19, 2024) that he would step down from the board. In response to the sudden resignation, the board has commenced a search process and expects to propose a further independent director for election at the 2025 AGM. However, at this time, the board will be composed of one less member, which also impacts overall board independence until a replacement for Strobel is found. We further note that the company has maintained a majority-independent board across the past five years. Compensation committee elections (Items 7.2.1 – 7.2.3) Votes FOR the proposed nominees are warranted due to a lack of concerns.</i></p>				
7.1.5	Reelect Gaelle Olivier as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Board elections (Items 7.1.1 – 7.1.7) Votes FOR the independent nominees: Anne Lester, Gaelle Olivier, and Flora Zhao are warranted due to a lack of concerns. Cautious votes FOR the non-independent nominees: Steffen Meister, Marcel Erni, Alfred Gantner, and Urs Wietlisbach are warranted at this time. Although the board would be majority non-independent following the proposed elections, this is due to the sudden resignation of one of the independent board members. Specifically, we note that independent director Martin Strobel announced after the publication of the 2023 annual report (March 19, 2024) that he would step down from the board. In response to the sudden resignation, the board has commenced a search process and expects to propose a further independent director for election at the 2025 AGM. However, at this time, the board will be composed of one less member, which also impacts overall board independence until a replacement for Strobel is found. We further note that the company has maintained a majority-independent board across the past five years. Compensation committee elections (Items 7.2.1 – 7.2.3) Votes FOR the proposed nominees are warranted due to a lack of concerns.</i></p>				
7.1.6	Reelect Urs Wietlisbach as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Board elections (Items 7.1.1 – 7.1.7) Votes FOR the independent nominees: Anne Lester, Gaelle Olivier, and Flora Zhao are warranted due to a lack of concerns. Cautious votes FOR the non-independent nominees: Steffen Meister, Marcel Erni, Alfred Gantner, and Urs Wietlisbach are warranted at this time. Although the board would be majority non-independent following the proposed elections, this is due to the sudden resignation of one of the independent board members. Specifically, we note that independent director Martin Strobel announced after the publication of the 2023 annual report (March 19, 2024) that he would step down from the board. In response to the sudden resignation, the board has commenced a search process and expects to propose a further independent director for election at the 2025 AGM. However, at this time, the board will be composed of one less member, which also impacts overall board independence until a replacement for Strobel is found. We further note that the company has maintained a majority-independent board across the past five years. Compensation committee elections (Items 7.2.1 – 7.2.3) Votes FOR the proposed nominees are warranted due to a lack of concerns.</i></p>				

Partners Group Holding AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7.1.7	Reelect Flora Zhao as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Board elections (Items 7.1.1 – 7.1.7) Votes FOR the independent nominees: Anne Lester, Gaelle Olivier, and Flora Zhao are warranted due to a lack of concerns. Cautious votes FOR the non-independent nominees: Steffen Meister, Marcel Erni, Alfred Gantner, and Urs Wietlisbach are warranted at this time. Although the board would be majority non-independent following the proposed elections, this is due to the sudden resignation of one of the independent board members. Specifically, we note that independent director Martin Strobel announced after the publication of the 2023 annual report (March 19, 2024) that he would step down from the board. In response to the sudden resignation, the board has commenced a search process and expects to propose a further independent director for election at the 2025 AGM. However, at this time, the board will be composed of one less member, which also impacts overall board independence until a replacement for Strobel is found. We further note that the company has maintained a majority-independent board across the past five years. Compensation committee elections (Items 7.2.1 – 7.2.3) Votes FOR the proposed nominees are warranted due to a lack of concerns.</i></p>				
7.2.1	Reappoint Flora Zhao as Member of the Nomination and Compensation Committee	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Board elections (Items 7.1.1 – 7.1.7) Votes FOR the independent nominees: Anne Lester, Gaelle Olivier, and Flora Zhao are warranted due to a lack of concerns. Cautious votes FOR the non-independent nominees: Steffen Meister, Marcel Erni, Alfred Gantner, and Urs Wietlisbach are warranted at this time. Although the board would be majority non-independent following the proposed elections, this is due to the sudden resignation of one of the independent board members. Specifically, we note that independent director Martin Strobel announced after the publication of the 2023 annual report (March 19, 2024) that he would step down from the board. In response to the sudden resignation, the board has commenced a search process and expects to propose a further independent director for election at the 2025 AGM. However, at this time, the board will be composed of one less member, which also impacts overall board independence until a replacement for Strobel is found. We further note that the company has maintained a majority-independent board across the past five years. Compensation committee elections (Items 7.2.1 – 7.2.3) Votes FOR the proposed nominees are warranted due to a lack of concerns.</i></p>				
7.2.2	Reappoint Anne Lester as Member of the Nomination and Compensation Committee	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Board elections (Items 7.1.1 – 7.1.7) Votes FOR the independent nominees: Anne Lester, Gaelle Olivier, and Flora Zhao are warranted due to a lack of concerns. Cautious votes FOR the non-independent nominees: Steffen Meister, Marcel Erni, Alfred Gantner, and Urs Wietlisbach are warranted at this time. Although the board would be majority non-independent following the proposed elections, this is due to the sudden resignation of one of the independent board members. Specifically, we note that independent director Martin Strobel announced after the publication of the 2023 annual report (March 19, 2024) that he would step down from the board. In response to the sudden resignation, the board has commenced a search process and expects to propose a further independent director for election at the 2025 AGM. However, at this time, the board will be composed of one less member, which also impacts overall board independence until a replacement for Strobel is found. We further note that the company has maintained a majority-independent board across the past five years. Compensation committee elections (Items 7.2.1 – 7.2.3) Votes FOR the proposed nominees are warranted due to a lack of concerns.</i></p>				
7.2.3	Appoint Gaelle Olivier as Member of the Nomination and Compensation Committee	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Board elections (Items 7.1.1 – 7.1.7) Votes FOR the independent nominees: Anne Lester, Gaelle Olivier, and Flora Zhao are warranted due to a lack of concerns. Cautious votes FOR the non-independent nominees: Steffen Meister, Marcel Erni, Alfred Gantner, and Urs Wietlisbach are warranted at this time. Although the board would be majority non-independent following the proposed elections, this is due to the sudden resignation of one of the independent board members. Specifically, we note that independent director Martin Strobel announced after the publication of the 2023 annual report (March 19, 2024) that he would step down from the board. In response to the sudden resignation, the board has commenced a search process and expects to propose a further independent director for election at the 2025 AGM. However, at this time, the board will be composed of one less member, which also impacts overall board independence until a replacement for Strobel is found. We further note that the company has maintained a majority-independent board across the past five years. Compensation committee elections (Items 7.2.1 – 7.2.3) Votes FOR the proposed nominees are warranted due to a lack of concerns.</i></p>				
7.3	Designate HotzGoldmann Advokatur/Notariat as Independent Proxy	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concerns.</i></p>				

Partners Group Holding AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7.4	Ratify KPMG AG as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
8	Transact Other Business (Voting)	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because: * This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and * The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.</i>				

PayPal Holdings, Inc.

Meeting Date: 05/22/2024 **Country:** USA **Ticker:** PYPL
Record Date: 03/27/2024 **Meeting Type:** Annual
Primary Security ID: 70450Y103

Shares Voted: 9,751

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Rodney C. Adkins	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Rodney (Rod) Adkins, Jonathan Christodoro, David Dorman, and Gail McGovern is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Alex Chriss	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Rodney (Rod) Adkins, Jonathan Christodoro, David Dorman, and Gail McGovern is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Jonathan Christodoro	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Rodney (Rod) Adkins, Jonathan Christodoro, David Dorman, and Gail McGovern is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director John J. Donahoe	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Rodney (Rod) Adkins, Jonathan Christodoro, David Dorman, and Gail McGovern is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director David W. Dorman	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Rodney (Rod) Adkins, Jonathan Christodoro, David Dorman, and Gail McGovern is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Enrique J. Lores	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Rodney (Rod) Adkins, Jonathan Christodoro, David Dorman, and Gail McGovern is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

PayPal Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1g	Elect Director Gail J. McGovern	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Rodney (Rod) Adkins, Jonathan Christodoro, David Dorman, and Gail McGovern is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Deborah M. Messemer	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Rodney (Rod) Adkins, Jonathan Christodoro, David Dorman, and Gail McGovern is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director David M. Moffett	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Rodney (Rod) Adkins, Jonathan Christodoro, David Dorman, and Gail McGovern is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Ann M. Sarnoff	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Rodney (Rod) Adkins, Jonathan Christodoro, David Dorman, and Gail McGovern is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Frank D. Yeary	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Rodney (Rod) Adkins, Jonathan Christodoro, David Dorman, and Gail McGovern is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Large equity grants to the company's new CEO are driving a pay-for-performance misalignment for the year under review. However, concerns are mitigated given that such sizable grants are not uncommon for a new CEO and half of his initial grants are tied to performance conditions. Onboarding grants to two additional NEOs were also half performance-based, and all three of the new executives will not receive additional equity awards in 2024 given their sizable sign-on grants. In addition, concerns are mitigated regarding one-time grants to former NEOs. The company's annual LTI program as well as the annual bonus program are overall sufficiently performance-based.</i>				
3	Amend Omnibus Stock Plan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factors: * The plan cost is excessive; * The three-year average burn rate is excessive; and * The plan allows broad discretion to accelerate vesting.</i>				
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
5	Report on Civil Rights and Non-Discrimination Audit	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted as the company appears to be taking appropriate measures to address the risk of discrimination against employees based on religion or political, social and/or environmental views.</i>				
6	Amend Bylaw Regarding Stockholder Approval of Director Compensation	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted, as the proponent has not raised a compelling argument for adopting a novel and potentially disruptive binding bylaw amendment pertaining to director compensation. Furthermore, in the absence of director pay magnitude and structure concerns, this proposal seeks a requirement that is considered overly prescriptive.</i>				

Meeting Date: 05/22/2024

Country: USA

Ticker: ROST

Record Date: 03/26/2024

Meeting Type: Annual

Primary Security ID: 778296103

Shares Voted: 4,447

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Michael Balmuth	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members K. Gunnar (Gunnar) Bjorklund, Michael Bush, Patricia (Trish) Mueller, and Doniel Sutton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director K. Gunnar Bjorklund	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members K. Gunnar (Gunnar) Bjorklund, Michael Bush, Patricia (Trish) Mueller, and Doniel Sutton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Michael J. Bush	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members K. Gunnar (Gunnar) Bjorklund, Michael Bush, Patricia (Trish) Mueller, and Doniel Sutton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Edward G. Cannizzaro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members K. Gunnar (Gunnar) Bjorklund, Michael Bush, Patricia (Trish) Mueller, and Doniel Sutton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Sharon D. Garrett	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members K. Gunnar (Gunnar) Bjorklund, Michael Bush, Patricia (Trish) Mueller, and Doniel Sutton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Michael J. Hartshorn	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members K. Gunnar (Gunnar) Bjorklund, Michael Bush, Patricia (Trish) Mueller, and Doniel Sutton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Stephen D. Milligan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members K. Gunnar (Gunnar) Bjorklund, Michael Bush, Patricia (Trish) Mueller, and Doniel Sutton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Patricia H. Mueller	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members K. Gunnar (Gunnar) Bjorklund, Michael Bush, Patricia (Trish) Mueller, and Doniel Sutton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director George P. Orban	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members K. Gunnar (Gunnar) Bjorklund, Michael Bush, Patricia (Trish) Mueller, and Doniel Sutton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Ross Stores, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1j	Elect Director Barbara Rentler	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members K. Gunnar (Gunnar) Bjorklund, Michael Bush, Patricia (Trish) Mueller, and Doniel Sutton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Doniel N. Sutton	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members K. Gunnar (Gunnar) Bjorklund, Michael Bush, Patricia (Trish) Mueller, and Doniel Sutton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, with caution. CEO pay and company performance are reasonably aligned at this time, and annual incentives and the majority of long-term incentives are sufficiently tied to objective performance goals, with payouts consistent with recent performance. However, some concerns are raised surrounding Michael Balmuth's transition from a highly paid non-executive senior advisor to executive chairman in FY23, as he will receive a sizable retention bonus. While it is recognized that his pay levels normalized in his role as executive chairman, continued monitoring of CEO Rentler's planned transition to senior advisor in 2026 is warranted.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 8.52 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Disclose All Material Value Chain GHG Emissions	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Disclosure of all material value chain GHG emissions would allow shareholders to better evaluate the company's progress toward its net zero ambition, and help it prepare for potential regulatory requirements.</i>				

Sirius XM Holdings Inc.

Meeting Date: 05/22/2024 **Country:** USA **Ticker:** SIRI
Record Date: 03/25/2024 **Meeting Type:** Annual
Primary Security ID: 82968B103

Shares Voted: 43,398

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director David A. Blau	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for Gregory (Greg) Maffei, David Blau, Robin Hickenlooper, and James Meyer for serving as non-independent members of certain key board committees. WITHHOLD votes are warranted for incumbent nominating committee members Gregory (Greg) Maffei, James Meyer, Jonelle Procope and David Zaslav for lack of diversity on the board. WITHHOLD votes are further warranted for Gregory (Greg) Maffei for serving on more than three public boards while serving as a CEO of an outside company. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Eddy W. Hartenstein	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for Gregory (Greg) Maffei, David Blau, Robin Hickenlooper, and James Meyer for serving as non-independent members of certain key board committees. WITHHOLD votes are warranted for incumbent nominating committee members Gregory (Greg) Maffei, James Meyer, Jonelle Procope and David Zaslav for lack of diversity on the board. WITHHOLD votes are further warranted for Gregory (Greg) Maffei for serving on more than three public boards while serving as a CEO of an outside company. A vote FOR the remaining director nominees is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Director Robin P. Hickenlooper	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for Gregory (Greg) Maffei, David Blau, Robin Hickenlooper, and James Meyer for serving as non-independent members of certain key board committees. WITHHOLD votes are warranted for incumbent nominating committee members Gregory (Greg) Maffei, James Meyer, Jonelle Procope and David Zaslav for lack of diversity on the board. WITHHOLD votes are further warranted for Gregory (Greg) Maffei for serving on more than three public boards while serving as a CEO of an outside company. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director James P. Holden	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for Gregory (Greg) Maffei, David Blau, Robin Hickenlooper, and James Meyer for serving as non-independent members of certain key board committees. WITHHOLD votes are warranted for incumbent nominating committee members Gregory (Greg) Maffei, James Meyer, Jonelle Procope and David Zaslav for lack of diversity on the board. WITHHOLD votes are further warranted for Gregory (Greg) Maffei for serving on more than three public boards while serving as a CEO of an outside company. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Gregory B. Maffei	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for Gregory (Greg) Maffei, David Blau, Robin Hickenlooper, and James Meyer for serving as non-independent members of certain key board committees. WITHHOLD votes are warranted for incumbent nominating committee members Gregory (Greg) Maffei, James Meyer, Jonelle Procope and David Zaslav for lack of diversity on the board. WITHHOLD votes are further warranted for Gregory (Greg) Maffei for serving on more than three public boards while serving as a CEO of an outside company. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Evan D. Malone	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for Gregory (Greg) Maffei, David Blau, Robin Hickenlooper, and James Meyer for serving as non-independent members of certain key board committees. WITHHOLD votes are warranted for incumbent nominating committee members Gregory (Greg) Maffei, James Meyer, Jonelle Procope and David Zaslav for lack of diversity on the board. WITHHOLD votes are further warranted for Gregory (Greg) Maffei for serving on more than three public boards while serving as a CEO of an outside company. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director James E. Meyer	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for Gregory (Greg) Maffei, David Blau, Robin Hickenlooper, and James Meyer for serving as non-independent members of certain key board committees. WITHHOLD votes are warranted for incumbent nominating committee members Gregory (Greg) Maffei, James Meyer, Jonelle Procope and David Zaslav for lack of diversity on the board. WITHHOLD votes are further warranted for Gregory (Greg) Maffei for serving on more than three public boards while serving as a CEO of an outside company. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Jonelle Procope	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for Gregory (Greg) Maffei, David Blau, Robin Hickenlooper, and James Meyer for serving as non-independent members of certain key board committees. WITHHOLD votes are warranted for incumbent nominating committee members Gregory (Greg) Maffei, James Meyer, Jonelle Procope and David Zaslav for lack of diversity on the board. WITHHOLD votes are further warranted for Gregory (Greg) Maffei for serving on more than three public boards while serving as a CEO of an outside company. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director Michael Rapino	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for Gregory (Greg) Maffei, David Blau, Robin Hickenlooper, and James Meyer for serving as non-independent members of certain key board committees. WITHHOLD votes are warranted for incumbent nominating committee members Gregory (Greg) Maffei, James Meyer, Jonelle Procope and David Zaslav for lack of diversity on the board. WITHHOLD votes are further warranted for Gregory (Greg) Maffei for serving on more than three public boards while serving as a CEO of an outside company. A vote FOR the remaining director nominees is warranted.</i>				
1.10	Elect Director Kristina M. Salen	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for Gregory (Greg) Maffei, David Blau, Robin Hickenlooper, and James Meyer for serving as non-independent members of certain key board committees. WITHHOLD votes are warranted for incumbent nominating committee members Gregory (Greg) Maffei, James Meyer, Jonelle Procope and David Zaslav for lack of diversity on the board. WITHHOLD votes are further warranted for Gregory (Greg) Maffei for serving on more than three public boards while serving as a CEO of an outside company. A vote FOR the remaining director nominees is warranted.</i>				

Sirius XM Holdings Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.11	Elect Director Carl E. Vogel	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for Gregory (Greg) Maffei, David Blau, Robin Hickenlooper, and James Meyer for serving as non-independent members of certain key board committees. WITHHOLD votes are warranted for incumbent nominating committee members Gregory (Greg) Maffei, James Meyer, Jonelle Procope and David Zaslav for lack of diversity on the board. WITHHOLD votes are further warranted for Gregory (Greg) Maffei for serving on more than three public boards while serving as a CEO of an outside company. A vote FOR the remaining director nominees is warranted.</i>				
1.12	Elect Director Jennifer C. Witz	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for Gregory (Greg) Maffei, David Blau, Robin Hickenlooper, and James Meyer for serving as non-independent members of certain key board committees. WITHHOLD votes are warranted for incumbent nominating committee members Gregory (Greg) Maffei, James Meyer, Jonelle Procope and David Zaslav for lack of diversity on the board. WITHHOLD votes are further warranted for Gregory (Greg) Maffei for serving on more than three public boards while serving as a CEO of an outside company. A vote FOR the remaining director nominees is warranted.</i>				
1.13	Elect Director David M. Zaslav	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for Gregory (Greg) Maffei, David Blau, Robin Hickenlooper, and James Meyer for serving as non-independent members of certain key board committees. WITHHOLD votes are warranted for incumbent nominating committee members Gregory (Greg) Maffei, James Meyer, Jonelle Procope and David Zaslav for lack of diversity on the board. WITHHOLD votes are further warranted for Gregory (Greg) Maffei for serving on more than three public boards while serving as a CEO of an outside company. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				

Societe Generale SA

Meeting Date: 05/22/2024 **Country:** France **Ticker:** GLE
Record Date: 05/20/2024 **Meeting Type:** Annual/Special
Primary Security ID: F8591M517

Shares Voted: 12,410

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Ordinary Business	Mgmt			
1	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.</i>				
2	Approve Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.</i>				
3	Approve Allocation of Income and Dividends of EUR 0.90 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted because the proposed payout ratio is adequate without being excessive.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because the information disclosed in the auditors' special report does not raise any concerns.</i>				
5	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted because it does not raise any significant concern.</i>				
6	Approve Remuneration Policy of CEO and Vice-CEOs	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted although the following concerns are raised: * The bonus structure allows compensation effects between non-financial criteria; * There is a risk of pay-for-failure under the severance agreement; and * In case of departure following a change in control or retirement, executives would retain full rights to unvested shares.</i>				
7	Approve Remuneration Policy of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted because it does not raise any significant concern.</i>				
8	Approve Remuneration of Directors in the Aggregate Amount of EUR 1,835,000	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted since the proposed amount remains in line with the French market and the company's sector practices.</i>				
9	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>				
10	Approve Compensation of Lorenzo Bini Smaghi, Chairman of the Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>				
11	Approve Compensation of Frederic Oudea, CEO Until May 23, 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these remuneration reports are warranted as they do not raise concerns.</i>				
12	Approve Compensation of Slawomir Krupa, CEO Since May 23, 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these remuneration reports are warranted as they do not raise concerns.</i>				
13	Approve Compensation of Philippe Aymerich, Vice-CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these remuneration reports are warranted as they do not raise concerns.</i>				
14	Approve Compensation of Pierre Palmieri, Vice-CEO Since May 23, 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these remuneration reports are warranted as they do not raise concerns.</i>				
15	Approve Compensation of Diony Lebot, Vice-CEO Until May 23, 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these remuneration reports are warranted as they do not raise concerns.</i>				

Societe Generale SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
16	Approve the Aggregate Remuneration Granted in 2023 to Certain Senior Management, Responsible Officers, and Risk-Takers (Advisory)	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>				
17	Reelect Annette Messemer as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominee is warranted at this time.</i>				
18	Appoint KPMG SA as Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
19	Appoint PricewaterhouseCoopers as Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
20	Appoint KPMG SA as Auditor Responsible for Certifying Sustainability Information	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR are warranted because there are no concerns regarding these proposals.</i>				
21	Appoint Pricewaterhousecoopers as Auditor Responsible for Certifying Sustainability Information	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR are warranted because there are no concerns regarding these proposals.</i>				
22	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: Such share buyback programs merit a vote FOR.</i>				
23	Extraordinary Business	Mgmt			
23	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights and/or Capitalization of Reserves for Bonus Issue or Increase in Par Value up to Aggregate Nominal Amount of EUR 331,229,000	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the authorizations under items 23-25 are warranted as they respect the recommended 50/10-percent recommended limit for issuances with and without preemptive rights. A vote FOR item 26 is warranted although the following concerns are raised: * The discount against the market price does not respect the recommended 10-percent limit. The main reasons for support are: * The triggering condition is unlikely to be met and therefore this authorization represents a formality; and * Meeting the triggering condition would most likely mitigate the effect of the proposed discount.</i>				
24	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 100,372,500	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the authorizations under items 23-25 are warranted as they respect the recommended 50/10-percent recommended limit for issuances with and without preemptive rights. A vote FOR item 26 is warranted although the following concerns are raised: * The discount against the market price does not respect the recommended 10-percent limit. The main reasons for support are: * The triggering condition is unlikely to be met and therefore this authorization represents a formality; and * Meeting the triggering condition would most likely mitigate the effect of the proposed discount.</i>				

Societe Generale SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
25	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the authorizations under items 23-25 are warranted as they respect the recommended 50/10-percent recommended limit for issuances with and without preemptive rights. A vote FOR item 26 is warranted although the following concerns are raised: * The discount against the market price does not respect the recommended 10-percent limit. The main reasons for support are: * The triggering condition is unlikely to be met and therefore this authorization represents a formality; and * Meeting the triggering condition would most likely mitigate the effect of the proposed discount.</i>				
26	Approve Issuance of Super-Subordinated Contingent Convertible Bonds without Preemptive Rights for Private Placements, up to 10 Percent of Issued Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the authorizations under items 23-25 are warranted as they respect the recommended 50/10-percent recommended limit for issuances with and without preemptive rights. A vote FOR item 26 is warranted although the following concerns are raised: * The discount against the market price does not respect the recommended 10-percent limit. The main reasons for support are: * The triggering condition is unlikely to be met and therefore this authorization represents a formality; and * Meeting the triggering condition would most likely mitigate the effect of the proposed discount.</i>				
27	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as it does not raise concerns.</i>				
28	Authorize up to 1.15 Percent of Issued Capital for Use in Restricted Stock Plans Reserved for Regulated Persons	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as it does not raise concerns.</i>				
29	Authorize up to 0.5 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as it does not raise concerns.</i>				
30	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as such share capital reductions are favorable to shareholders.</i>				
31	Amend Article 7 of Bylaws Re: Representatives of Employee to the Board Appointed by Employees	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR Items 31 and 32 are warranted as they do not raise concerns.</i>				
32	Amend Article 7 of Bylaws Re: Representatives of Employee to the Board Appointed by General Meeting of Shareholders	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR Items 31 and 32 are warranted as they do not raise concerns.</i>				
33	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this routine item is warranted.</i>				

Sprout Social, Inc.

Meeting Date: 05/22/2024

Country: USA

Ticker: SPT

Record Date: 03/28/2024

Meeting Type: Annual

Primary Security ID: 85209W109

Shares Voted: 176

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Justyn Howard	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member William Thomas Stanley for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee member William Thomas Stanley given the board's failure to remove, or subject to a sunset requirement, the classified board which adversely impacts shareholder rights. A vote FOR the remaining director nominee Justyn Howard is warranted.</i>				
1b	Elect Director Thomas Stanley	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member William Thomas Stanley for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee member William Thomas Stanley given the board's failure to remove, or subject to a sunset requirement, the classified board which adversely impacts shareholder rights. A vote FOR the remaining director nominee Justyn Howard is warranted.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				

STMicroelectronics NV

Meeting Date: 05/22/2024

Country: Netherlands

Ticker: STMPA

Record Date: 04/24/2024

Meeting Type: Annual

Primary Security ID: N83574108

Shares Voted: 1,003

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt			
1	Receive Report of Management Board (Non-Voting)	Mgmt			
	<i>Voting Policy Rationale: No vote is required for this item.</i>				
2	Discussion on Company's Corporate Governance Structure	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
3	Receive Report of Supervisory Board (Non-Voting)	Mgmt			
	<i>Voting Policy Rationale: No vote is required for this item.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted as the proposed remuneration report is in line with market practice, regarding actual content and disclosure. However, this is not without some level of concern for the absence of full disclosure under the LTIP and under two non-financial metrics of the STIP.</i>				
5	Approve Remuneration Policy for the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted, since there is no evidence of excessiveness on the part of the supervisory board regarding this remuneration proposal.</i>				
6	Adopt Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because of the absence of concern with the company's audit procedures or its auditors.</i>				
7	Approve Dividends	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the dividend proposal is warranted. Although the company proposes to grant less than 30 percent of the earnings per share, the company gives adequate explanation why this is consistent with the company's dividend policy.</i>				
8	Approve Discharge of Management Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because of the absence of any information about significant and compelling controversies that the management board and/or supervisory board are not fulfilling their fiduciary duties.</i>				
9	Approve Discharge of Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because of the absence of any information about significant and compelling controversies that the management board and/or supervisory board are not fulfilling their fiduciary duties.</i>				
10	Amend Articles of Association	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted as the proposed amendment to the articles of association do not affect shareholder interest.</i>				
11	Approve Remuneration Policy for Management Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted as the proposed amendment(s) as well as the overall structure of the remuneration policy are considered to be in line with market practice and no further concerns were identified. However, we do raise some concerns regarding the termination provisions, limited disclosure on performance metrics' targets and the derogation clause being general of nature.</i>				
12	Reelect Jean-Marc Chery to Management Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these elections is warranted because: * The nominee is elected for a term not exceeding four years; * The candidate appears to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidate.</i>				
13	Approve Grant of Unvested Stock Awards to Jean-Marc Chery as President and CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the terms of the proposed equity plan are not problematic.</i>				
14	Elect Lorenzo Grandi to Management Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these elections is warranted because: * The nominee is elected for a term not exceeding four years; * The candidate appears to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidate.</i>				

STMicroelectronics NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
15	Approve Grant of Unvested Stock Awards to Lorenzo Grandi as President and CFO	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the terms of the proposed equity plan are not problematic.</i>				
16	Approve New Unvested Stock Award Plan for Management and Key Employees	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the terms of the proposed equity plan are not problematic.</i>				
17	Reappoint EY as Auditors for the 2024 and 2025 Financial Years	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
18	Reelect Nicolas Dufourcq to Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these elections is warranted because: * The nominees are elected for a period not exceeding four years; * The candidates appear to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidates.</i>				
19	Reelect Janet Davidson to Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these elections is warranted because: * The nominees are elected for a period not exceeding four years; * The candidates appear to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidates.</i>				
20	Elect Pascal Daloz to Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these elections is warranted because: * The nominees are elected for a period not exceeding four years; * The candidates appear to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidates.</i>				
21	Authorize Repurchase of Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because: * This proposal is in line with commonly used safeguards regarding volume and pricing; * The authorization would allow STMicroelectronics to repurchase up to 10.00 percent of the issued share capital; and * The authorization would allow the company to repurchase shares for less or up to 110 percent of the share price prior to the repurchase.</i>				
22	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital and Exclude Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because it is in line with commonly used safeguards regarding volume and duration.</i>				
23	Allow Questions	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				

Tandem Diabetes Care, Inc.

Meeting Date: 05/22/2024

Country: USA

Ticker: TNDM

Record Date: 03/25/2024

Meeting Type: Annual

Primary Security ID: 875372203

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Rebecca Robertson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dick Allen, Kathleen McGroddy-Goetz and Rajwant (Raj) Sodhi is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1b	Elect Director Dick Allen	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dick Allen, Kathleen McGroddy-Goetz and Rajwant (Raj) Sodhi is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1c	Elect Director Myoungil Cha	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dick Allen, Kathleen McGroddy-Goetz and Rajwant (Raj) Sodhi is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1d	Elect Director Peyton Howell	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dick Allen, Kathleen McGroddy-Goetz and Rajwant (Raj) Sodhi is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1e	Elect Director Joao Malagueira	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dick Allen, Kathleen McGroddy-Goetz and Rajwant (Raj) Sodhi is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1f	Elect Director Kathleen McGroddy-Goetz	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dick Allen, Kathleen McGroddy-Goetz and Rajwant (Raj) Sodhi is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1g	Elect Director John Sheridan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dick Allen, Kathleen McGroddy-Goetz and Rajwant (Raj) Sodhi is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1h	Elect Director Rajwant Sodhi	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dick Allen, Kathleen McGroddy-Goetz and Rajwant (Raj) Sodhi is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1i	Elect Director Christopher Twomey	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dick Allen, Kathleen McGroddy-Goetz and Rajwant (Raj) Sodhi is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
2	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that: * The purchase price is reasonable. * The shares reserved is relatively conservative; and * The offer period is within the limits prescribed by Section 423 of the Internal Revenue Code.</i>				
3	Amend Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				

Tandem Diabetes Care, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 5.33 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					

Tenable Holdings, Inc.

Meeting Date: 05/22/2024 **Country:** USA **Ticker:** TENB
Record Date: 03/28/2024 **Meeting Type:** Annual
Primary Security ID: 88025T102

Shares Voted: 10,245

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Arthur W. Coviello, Jr.	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Arthur (Art) Coviello Jr. for lack of diversity on the board. WITHHOLD votes are further warranted for governance committee member Arthur (Art) Coviello Jr. given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. Votes FOR the remaining director nominees are warranted.</i></p>					
1.2	Elect Director George Alexander Tosheff	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Arthur (Art) Coviello Jr. for lack of diversity on the board. WITHHOLD votes are further warranted for governance committee member Arthur (Art) Coviello Jr. given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. Votes FOR the remaining director nominees are warranted.</i></p>					
1.3	Elect Director Margaret Keane	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Arthur (Art) Coviello Jr. for lack of diversity on the board. WITHHOLD votes are further warranted for governance committee member Arthur (Art) Coviello Jr. given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. Votes FOR the remaining director nominees are warranted.</i></p>					
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.64 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i></p>					

Thermo Fisher Scientific Inc.

Meeting Date: 05/22/2024 **Country:** USA **Ticker:** TMO
Record Date: 03/25/2024 **Meeting Type:** Annual
Primary Security ID: 883556102

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Marc N. Casper	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nelson Chai, C. Martin Harris, and R. Alexandra Keith is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Nelson J. Chai	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nelson Chai, C. Martin Harris, and R. Alexandra Keith is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Ruby R. Chandy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nelson Chai, C. Martin Harris, and R. Alexandra Keith is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director C. Martin Harris	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nelson Chai, C. Martin Harris, and R. Alexandra Keith is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Tyler Jacks	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nelson Chai, C. Martin Harris, and R. Alexandra Keith is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Jennifer M. Johnson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nelson Chai, C. Martin Harris, and R. Alexandra Keith is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director R. Alexandra Keith	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nelson Chai, C. Martin Harris, and R. Alexandra Keith is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director James C. Mullen	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nelson Chai, C. Martin Harris, and R. Alexandra Keith is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Debora L. Spar	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nelson Chai, C. Martin Harris, and R. Alexandra Keith is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Scott M. Sperling	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nelson Chai, C. Martin Harris, and R. Alexandra Keith is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Dion J. Weisler	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nelson Chai, C. Martin Harris, and R. Alexandra Keith is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned. Despite persistent concerns regarding the rigor of STI and LTI performance conditioning, STI and LTI outcomes are commensurate with company performance. Moreover, the short-term incentive is primarily based on pre-set financial metrics, and the company discloses that FY24 equity grants will be half performance-based.</i>				

Thermo Fisher Scientific Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST the ratification of the company's auditor is warranted given that non-audit fees represent 29.80 percent of the total fees received by the auditor during the fiscal year, raising substantial doubts over the independence of the auditor.</i></p>					
4	Adopt Simple Majority Vote Requirement	SH	Against	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted since the company's governing documents currently do not contain any supermajority voting requirements.</i></p>					

Virgin Money UK Plc

Meeting Date: 05/22/2024 **Country:** United Kingdom **Ticker:** VMUK
Record Date: 05/20/2024 **Meeting Type:** Special
Primary Security ID: G9413V106

Shares Voted: 19,444

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	General Meeting for Ordinary Shareholders	Mgmt			
1	Approve Matters Relating to the Recommended Cash Acquisition of Virgin Money UK plc by Nationwide Building Society	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these proposals is considered warranted: * The offer represents an attractive premium to the unaffected share price. * The cash consideration provides certainty of value for shareholders to realise their investment. * No concerns have been identified over the brand license agreement amendment.</i></p>					
2	Approve Matters Relating to the Amendment and Restatement of the Brand Licence Agreement as Made Between the Company and Virgin Enterprises Limited	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these proposals is considered warranted: * The offer represents an attractive premium to the unaffected share price. * The cash consideration provides certainty of value for shareholders to realise their investment. * No concerns have been identified over the brand license agreement amendment.</i></p>					
3	Amend Remuneration Policy	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is considered warranted in absence of material concerns.</i></p>					

Virgin Money UK Plc

Meeting Date: 05/22/2024 **Country:** United Kingdom **Ticker:** VMUK
Record Date: 05/20/2024 **Meeting Type:** Court
Primary Security ID: G9413V106

Shares Voted: 19,444

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Court Meeting for Ordinary Shareholders Approve Scheme of Arrangement	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted. Refer to Social Advisory Services analysis of the special meeting.</i></p>					

Wabash National Corporation

Meeting Date: 05/22/2024

Country: USA

Ticker: WNC

Record Date: 03/25/2024

Meeting Type: Annual

Primary Security ID: 929566107

Shares Voted: 1,825

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Therese M. Bassett	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry Magee, Therese Bassett, Trent Broberg and Ann Murtlow is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1b	Elect Director John G. Boss	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry Magee, Therese Bassett, Trent Broberg and Ann Murtlow is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1c	Elect Director Trent J. Broberg	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry Magee, Therese Bassett, Trent Broberg and Ann Murtlow is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1d	Elect Director Larry J. Magee	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry Magee, Therese Bassett, Trent Broberg and Ann Murtlow is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1e	Elect Director Ann D. Murtlow	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry Magee, Therese Bassett, Trent Broberg and Ann Murtlow is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					
1f	Elect Director Sudhanshu Priyadarshi	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry Magee, Therese Bassett, Trent Broberg and Ann Murtlow is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i></p>					

Wabash National Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1g	Elect Director Scott K. Sorensen	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry Magee, Therese Bassett, Trent Broberg and Ann Murtlow is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1h	Elect Director Stuart A. Taylor, II	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry Magee, Therese Bassett, Trent Broberg and Ann Murtlow is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1i	Elect Director Brent L. Yeagy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry Magee, Therese Bassett, Trent Broberg and Ann Murtlow is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
4	Amend Certificate of Incorporation to Provide for the Exculpation of Certain Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i>				

Willis Towers Watson Public Limited Company

Meeting Date: 05/22/2024 **Country:** Ireland **Ticker:** WTW
Record Date: 03/25/2024 **Meeting Type:** Annual
Primary Security ID: G96629103

Shares Voted: 2,294

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Dame Inga Beale	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Funmibi (Fumbi) Chima, Jacqueline (Jackie) Hunt, Paul Reilly and Fredric (Fred) Tomczyk is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Fumbi Chima	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Funmibi (Fumbi) Chima, Jacqueline (Jackie) Hunt, Paul Reilly and Fredric (Fred) Tomczyk is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Willis Towers Watson Public Limited Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1c	Elect Director Stephen Chipman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Funmibi (Fumbi) Chima, Jacqueline (Jackie) Hunt, Paul Reilly and Fredric (Fred) Tomczyk is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Michael Hammond	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Funmibi (Fumbi) Chima, Jacqueline (Jackie) Hunt, Paul Reilly and Fredric (Fred) Tomczyk is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Carl Hess	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Funmibi (Fumbi) Chima, Jacqueline (Jackie) Hunt, Paul Reilly and Fredric (Fred) Tomczyk is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Jacqueline Hunt	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Funmibi (Fumbi) Chima, Jacqueline (Jackie) Hunt, Paul Reilly and Fredric (Fred) Tomczyk is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Paul Reilly	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Funmibi (Fumbi) Chima, Jacqueline (Jackie) Hunt, Paul Reilly and Fredric (Fred) Tomczyk is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Michelle Swanback	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Funmibi (Fumbi) Chima, Jacqueline (Jackie) Hunt, Paul Reilly and Fredric (Fred) Tomczyk is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Paul Thomas	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Funmibi (Fumbi) Chima, Jacqueline (Jackie) Hunt, Paul Reilly and Fredric (Fred) Tomczyk is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Fredric Tomczyk	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Funmibi (Fumbi) Chima, Jacqueline (Jackie) Hunt, Paul Reilly and Fredric (Fred) Tomczyk is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify the Appointment of Deloitte & Touche LLP as Auditor and Deloitte Ireland LLP to audit the Irish Statutory Accounts, and Authorize the Board to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.69 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Some concern is raised by the non-disclosure of forward-looking LTIP goals. However, half of equity awards vest based on a multi-year performance outlook and most PSU metrics are growth-based. Additionally, the STI program is predominantly based on quantified, pre-set goals and the committee discretionarily reduced the performance result for one STI metric in light of updated mid-year projections.</i>				

Willis Towers Watson Public Limited Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Renew the Board's Authority to Issue Shares Under Irish Law	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>					
5	Renew the Board's Authority to Opt-Out of Statutory Pre-Emptions Rights	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>					

Zoetis Inc.

Meeting Date: 05/22/2024 **Country:** USA **Ticker:** ZTS
Record Date: 03/28/2024 **Meeting Type:** Annual
Primary Security ID: 98978V103

Shares Voted: 6,794

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Paul M. Bisaro	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Vanessa Broadhurst, Louise Parent, and Willie Reed is warranted for lack of diversity on the board. A vote FOR the other director nominees is warranted.</i>					
1b	Elect Director Vanessa Broadhurst	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Vanessa Broadhurst, Louise Parent, and Willie Reed is warranted for lack of diversity on the board. A vote FOR the other director nominees is warranted.</i>					
1c	Elect Director Frank A. D'Amelio	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Vanessa Broadhurst, Louise Parent, and Willie Reed is warranted for lack of diversity on the board. A vote FOR the other director nominees is warranted.</i>					
1d	Elect Director Gavin D.K. Hattersley	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Vanessa Broadhurst, Louise Parent, and Willie Reed is warranted for lack of diversity on the board. A vote FOR the other director nominees is warranted.</i>					
1e	Elect Director Sanjay Khosla	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Vanessa Broadhurst, Louise Parent, and Willie Reed is warranted for lack of diversity on the board. A vote FOR the other director nominees is warranted.</i>					
1f	Elect Director Antoinette R. Leatherberry	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Vanessa Broadhurst, Louise Parent, and Willie Reed is warranted for lack of diversity on the board. A vote FOR the other director nominees is warranted.</i>					
1g	Elect Director Michael B. McCallister	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Vanessa Broadhurst, Louise Parent, and Willie Reed is warranted for lack of diversity on the board. A vote FOR the other director nominees is warranted.</i>					

Zoetis Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1h	Elect Director Gregory Norden	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Vanessa Broadhurst, Louise Parent, and Willie Reed is warranted for lack of diversity on the board. A vote FOR the other director nominees is warranted.</i>				
1i	Elect Director Louise M. Parent	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Vanessa Broadhurst, Louise Parent, and Willie Reed is warranted for lack of diversity on the board. A vote FOR the other director nominees is warranted.</i>				
1j	Elect Director Kristin C. Peck	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Vanessa Broadhurst, Louise Parent, and Willie Reed is warranted for lack of diversity on the board. A vote FOR the other director nominees is warranted.</i>				
1k	Elect Director Willie M. Reed	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Vanessa Broadhurst, Louise Parent, and Willie Reed is warranted for lack of diversity on the board. A vote FOR the other director nominees is warranted.</i>				
1l	Elect Director Robert W. Scully	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Vanessa Broadhurst, Louise Parent, and Willie Reed is warranted for lack of diversity on the board. A vote FOR the other director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * A majority of equity awards to the CEO are not tied to performance-contingent pay elements; and * Excessive differentials between CEO pay and the pay of other named executive officers at the firm.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 10.26 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Amend Certificate of Incorporation to Provide for the Exculpation of Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by the DGCL is considered to reasonably balance shareholders' interest in officer accountability with their interest in the company's ability to attract and retain qualified executives.</i>				
5	Adopt Policy on Improved Majority Voting for Election of Directors	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted as there are no recurring issues or company-specific factors at Zoetis that suggest the proponent's more-stringent director resignation policy is necessary at this time.</i>				

American Financial Group, Inc.

Meeting Date: 05/23/2024 **Country:** USA **Ticker:** AFG
Record Date: 03/28/2024 **Meeting Type:** Annual
Primary Security ID: 025932104

Shares Voted: 4,421

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Carl H. Lindner, III	Mgmt	For	For	For

American Financial Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Mary Beth Martin, Evans Nwankwo, William Verity and John Von Lehman for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director S. Craig Lindner	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Mary Beth Martin, Evans Nwankwo, William Verity and John Von Lehman for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director John B. Berding	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Mary Beth Martin, Evans Nwankwo, William Verity and John Von Lehman for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director James E. Evans	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Mary Beth Martin, Evans Nwankwo, William Verity and John Von Lehman for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Gregory G. Joseph	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Mary Beth Martin, Evans Nwankwo, William Verity and John Von Lehman for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Mary Beth Martin	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Mary Beth Martin, Evans Nwankwo, William Verity and John Von Lehman for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Amy Y. Murray	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Mary Beth Martin, Evans Nwankwo, William Verity and John Von Lehman for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Roger K. Newport	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Mary Beth Martin, Evans Nwankwo, William Verity and John Von Lehman for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director Evans N. Nwankwo	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Mary Beth Martin, Evans Nwankwo, William Verity and John Von Lehman for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.10	Elect Director William W. Verity	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Mary Beth Martin, Evans Nwankwo, William Verity and John Von Lehman for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.11	Elect Director John I. Von Lehman	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Mary Beth Martin, Evans Nwankwo, William Verity and John Von Lehman for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

American Financial Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 11.68 percent of the fees paid to the auditor are for non-audit purposes.</i>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>					
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>					

Archer-Daniels-Midland Company

Meeting Date: 05/23/2024 **Country:** USA **Ticker:** ADM
Record Date: 04/04/2024 **Meeting Type:** Annual
Primary Security ID: 039483102

Shares Voted: 8,650

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Michael S. Burke	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Burke, Patrick Moore, Debra Sandler, and Kelvin Westbrook is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1b	Elect Director Theodore Colbert	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Burke, Patrick Moore, Debra Sandler, and Kelvin Westbrook is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1c	Elect Director James C. Collins, Jr.	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Burke, Patrick Moore, Debra Sandler, and Kelvin Westbrook is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1d	Elect Director Terrell K. Crews	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Burke, Patrick Moore, Debra Sandler, and Kelvin Westbrook is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1e	Elect Director Ellen de Brabander	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Burke, Patrick Moore, Debra Sandler, and Kelvin Westbrook is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1f	Elect Director Suzan F. Harrison	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Burke, Patrick Moore, Debra Sandler, and Kelvin Westbrook is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

Archer-Daniels-Midland Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1g	Elect Director Juan R. Luciano	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Burke, Patrick Moore, Debra Sandler, and Kelvin Westbrook is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1h	Elect Director Patrick J. Moore	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Burke, Patrick Moore, Debra Sandler, and Kelvin Westbrook is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1i	Elect Director Debra A. Sandler	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Burke, Patrick Moore, Debra Sandler, and Kelvin Westbrook is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1j	Elect Director Lei Z. Schlitz	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Burke, Patrick Moore, Debra Sandler, and Kelvin Westbrook is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1k	Elect Director Kelvin R. Westbrook	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Burke, Patrick Moore, Debra Sandler, and Kelvin Westbrook is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance were reasonably aligned for the year in review.</i></p>					
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 10.56 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
4	Require Independent Board Chair	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted given the importance of having an independent chairman of the board.</i></p>					

Aurora Innovation, Inc.

Meeting Date: 05/23/2024

Country: USA

Ticker: AUR

Record Date: 04/01/2024

Meeting Type: Annual

Primary Security ID: 051774107

Shares Voted: 6,709

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Brittany Bagley	Mgmt	For	For	For

Aurora Innovation, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Reid Hoffman for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee member Reid Hoffman (i) given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights; and (ii) for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.</i></p>				
1b	Elect Director Reid Hoffman	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Reid Hoffman for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee member Reid Hoffman (i) given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights; and (ii) for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.</i></p>				
1c	Elect Director Claire D'Oyly-Hughes Johnson	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Reid Hoffman for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee member Reid Hoffman (i) given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights; and (ii) for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.</i></p>				
2	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted, as the company is de facto controlled and decisions regarding the company's response to shareholder litigation would be made by a board with limited accountability to public shareholders.</i></p>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i></p>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
	<p><i>Voting Policy Rationale: A vote for the adoption of an ANNUAL say-on-pay frequency is warranted. Annual say-on-pay votes are considered a best practice as they give shareholders a regular opportunity to opine on executive pay.</i></p>				
5	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 18.03 percent of the fees paid to the auditor are for non-audit purposes.</i></p>				

Bank of Ireland Group Plc

Meeting Date: 05/23/2024

Country: Ireland

Ticker: BIRG

Record Date: 05/19/2024

Meeting Type: Annual

Primary Security ID: G0756R109

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>				
2	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
3a	Elect Akshaya Bhargava as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Patrick Kennedy, Richard Goulding, Evelyn Bourke and Eileen Fitzpatrick is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
3b	Elect Margaret Sweeney as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Patrick Kennedy, Richard Goulding, Evelyn Bourke and Eileen Fitzpatrick is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
3c	Re-elect Giles Andrews as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Patrick Kennedy, Richard Goulding, Evelyn Bourke and Eileen Fitzpatrick is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
3d	Re-elect Evelyn Bourke as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Patrick Kennedy, Richard Goulding, Evelyn Bourke and Eileen Fitzpatrick is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
3e	Re-elect Ian Buchanan as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Patrick Kennedy, Richard Goulding, Evelyn Bourke and Eileen Fitzpatrick is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
3f	Re-elect Eileen Fitzpatrick as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Patrick Kennedy, Richard Goulding, Evelyn Bourke and Eileen Fitzpatrick is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
3g	Re-elect Richard Goulding as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Patrick Kennedy, Richard Goulding, Evelyn Bourke and Eileen Fitzpatrick is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
3h	Re-elect Michele Greene as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Patrick Kennedy, Richard Goulding, Evelyn Bourke and Eileen Fitzpatrick is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
3i	Re-elect Patrick Kennedy as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Patrick Kennedy, Richard Goulding, Evelyn Bourke and Eileen Fitzpatrick is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
3j	Re-elect Myles O'Grady as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Patrick Kennedy, Richard Goulding, Evelyn Bourke and Eileen Fitzpatrick is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				

Bank of Ireland Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3k	Re-elect Steve Pateman as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Patrick Kennedy, Richard Goulding, Evelyn Bourke and Eileen Fitzpatrick is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
3l	Re-elect Mark Spain as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Patrick Kennedy, Richard Goulding, Evelyn Bourke and Eileen Fitzpatrick is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
4	Ratify KPMG as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is considered warranted at this time.</i>				
5	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 13.5 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
6	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>				
7	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is considered warranted, as no significant concerns have been identified.</i>				
8	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this Item is warranted as no material concerns have been identified.</i>				
9	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
10	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
11	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
12	Authorise Issue of Equity in Relation to Additional Tier 1 Contingent Equity Conversion Notes	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted, although this is not without concern for shareholders: * If the Company were to issue Additional Tier 1 Contingent Equity Conversion Notes and a trigger event were to occur, causing them to convert into ordinary shares, this would result in significant dilution to non-participating shareholders. The main reasons for support are: * Such authorities are common proposals at UK banks and are intended to apply in extreme circumstances only; and * The conversion into ordinary shares would require the CET1 ratio to fall to a level which would denote significant capital weakness well beyond the Company's current position and minimum regulatory requirements.</i>				

Bank of Ireland Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
13	Authorise Issue of Equity without Pre-emptive Rights in Relation to Additional Tier 1 Contingent Equity Conversion Notes	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these resolutions is warranted, although this is not without concern for shareholders: * If the Company were to issue Additional Tier 1 Contingent Equity Conversion Notes and a trigger event were to occur, causing them to convert into ordinary shares, this would result in significant dilution to non-participating shareholders. The main reasons for support are: * Such authorities are common proposals at UK banks and are intended to apply in extreme circumstances only; and * The conversion into ordinary shares would require the CET1 ratio to fall to a level which would denote significant capital weakness well beyond the Company's current position and minimum regulatory requirements.</i></p>					

Belden Inc.

Meeting Date: 05/23/2024 **Country:** USA **Ticker:** BDC
Record Date: 03/26/2024 **Meeting Type:** Annual
Primary Security ID: 077454106

Shares Voted: 203

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director David J. Aldrich	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1b	Elect Director Lance C. Balk	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1c	Elect Director Diane D. Brink	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1d	Elect Director Judy L. Brown	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1e	Elect Director Nancy Calderon	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1f	Elect Director Ashish Chand	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1g	Elect Director Jonathan C. Klein	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1h	Elect Director YY Lee	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1i	Elect Director Gregory J. McCray	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.55 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					

Belden Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i></p>					

Bentley Systems, Incorporated

Meeting Date: 05/23/2024 **Country:** USA **Ticker:** BSY
Record Date: 04/04/2024 **Meeting Type:** Annual
Primary Security ID: 08265T208

Shares Voted: 5,236

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Barry J. Bentley	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for all director nominees because a majority of the board is not independent. WITHHOLD votes are warranted for incumbent nominating committee members Janet Haugen, Kirk Griswold, and Brian Hughes for lack of diversity on the board. WITHHOLD votes are warranted for director nominees Gregory (Greg) Bentley, Barry Bentley, Keith Bentley, and Raymond Bentley as their ownership of the supervoting shares provides them with voting power control of the company. WITHHOLD votes are warranted for Governance Committee chair Janet Haugen given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents which adversely impacts shareholder rights. WITHHOLD votes are further warranted for Governance Committee members Janet Haugen, Kirk Griswold, and Brian Hughes given the failure to subject the dual-class capital structure to a reasonable sunset requirement.</i></p>					
1.2	Elect Director Gregory S. Bentley	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for all director nominees because a majority of the board is not independent. WITHHOLD votes are warranted for incumbent nominating committee members Janet Haugen, Kirk Griswold, and Brian Hughes for lack of diversity on the board. WITHHOLD votes are warranted for director nominees Gregory (Greg) Bentley, Barry Bentley, Keith Bentley, and Raymond Bentley as their ownership of the supervoting shares provides them with voting power control of the company. WITHHOLD votes are warranted for Governance Committee chair Janet Haugen given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents which adversely impacts shareholder rights. WITHHOLD votes are further warranted for Governance Committee members Janet Haugen, Kirk Griswold, and Brian Hughes given the failure to subject the dual-class capital structure to a reasonable sunset requirement.</i></p>					
1.3	Elect Director Keith A. Bentley	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for all director nominees because a majority of the board is not independent. WITHHOLD votes are warranted for incumbent nominating committee members Janet Haugen, Kirk Griswold, and Brian Hughes for lack of diversity on the board. WITHHOLD votes are warranted for director nominees Gregory (Greg) Bentley, Barry Bentley, Keith Bentley, and Raymond Bentley as their ownership of the supervoting shares provides them with voting power control of the company. WITHHOLD votes are warranted for Governance Committee chair Janet Haugen given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents which adversely impacts shareholder rights. WITHHOLD votes are further warranted for Governance Committee members Janet Haugen, Kirk Griswold, and Brian Hughes given the failure to subject the dual-class capital structure to a reasonable sunset requirement.</i></p>					

Bentley Systems, Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.4	Elect Director Raymond B. Bentley	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for all director nominees because a majority of the board is not independent. WITHHOLD votes are warranted for incumbent nominating committee members Janet Haugen, Kirk Griswold, and Brian Hughes for lack of diversity on the board. WITHHOLD votes are warranted for director nominees Gregory (Greg) Bentley, Barry Bentley, Keith Bentley, and Raymond Bentley as their ownership of the supervoting shares provides them with voting power control of the company. WITHHOLD votes are warranted for Governance Committee chair Janet Haugen given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents which adversely impacts shareholder rights. WITHHOLD votes are further warranted for Governance Committee members Janet Haugen, Kirk Griswold, and Brian Hughes given the failure to subject the dual-class capital structure to a reasonable sunset requirement.</i></p>				
1.5	Elect Director Kirk B. Griswold	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for all director nominees because a majority of the board is not independent. WITHHOLD votes are warranted for incumbent nominating committee members Janet Haugen, Kirk Griswold, and Brian Hughes for lack of diversity on the board. WITHHOLD votes are warranted for director nominees Gregory (Greg) Bentley, Barry Bentley, Keith Bentley, and Raymond Bentley as their ownership of the supervoting shares provides them with voting power control of the company. WITHHOLD votes are warranted for Governance Committee chair Janet Haugen given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents which adversely impacts shareholder rights. WITHHOLD votes are further warranted for Governance Committee members Janet Haugen, Kirk Griswold, and Brian Hughes given the failure to subject the dual-class capital structure to a reasonable sunset requirement.</i></p>				
1.6	Elect Director Janet B. Haugen	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for all director nominees because a majority of the board is not independent. WITHHOLD votes are warranted for incumbent nominating committee members Janet Haugen, Kirk Griswold, and Brian Hughes for lack of diversity on the board. WITHHOLD votes are warranted for director nominees Gregory (Greg) Bentley, Barry Bentley, Keith Bentley, and Raymond Bentley as their ownership of the supervoting shares provides them with voting power control of the company. WITHHOLD votes are warranted for Governance Committee chair Janet Haugen given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents which adversely impacts shareholder rights. WITHHOLD votes are further warranted for Governance Committee members Janet Haugen, Kirk Griswold, and Brian Hughes given the failure to subject the dual-class capital structure to a reasonable sunset requirement.</i></p>				
1.7	Elect Director Brian F. Hughes	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for all director nominees because a majority of the board is not independent. WITHHOLD votes are warranted for incumbent nominating committee members Janet Haugen, Kirk Griswold, and Brian Hughes for lack of diversity on the board. WITHHOLD votes are warranted for director nominees Gregory (Greg) Bentley, Barry Bentley, Keith Bentley, and Raymond Bentley as their ownership of the supervoting shares provides them with voting power control of the company. WITHHOLD votes are warranted for Governance Committee chair Janet Haugen given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents which adversely impacts shareholder rights. WITHHOLD votes are further warranted for Governance Committee members Janet Haugen, Kirk Griswold, and Brian Hughes given the failure to subject the dual-class capital structure to a reasonable sunset requirement.</i></p>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * The majority of equity awards to the CEO are not tied to performance-contingent pay elements; * There are excessive differentials between CEO pay and the pay of other named executive officers at the firm; and * There is high CEO pay in relation to company peer group CEO median pay levels.</i></p>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 5.68 percent of the fees paid to the auditor are for non-audit purposes.</i></p>				

Meeting Date: 05/23/2024

Country: France

Ticker: BIM

Record Date: 05/19/2024

Meeting Type: Annual/Special

Primary Security ID: F1149Y232

Shares Voted: 316

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Ordinary Business Approve Financial Statements and Statutory Reports	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.</i>					
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.</i>					
3	Approve Discharge of Directors	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted as the company choose not to submit the auditors' special report on related party transaction to shareholders approval despite the continuation of the animation agreement.</i>					
4	Approve Allocation of Income and Dividends of EUR 0.85 per Share	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted, despite the low payout ratio, because it corresponds to the company's previous practice.</i>					
5	Reelect Harold Boel as Director	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST the reelection Harold Boel as non-independent chairman of the audit committee is warranted (Item 5). A vote FOR the reelection of Marie-Helene Habert-Dassault as non-independent nominee is warranted given the satisfactory level of board independence (33.3 percent vs 33.3 percent recommended) and the absence of specific concerns (Item 6). A vote FOR the election of Viviane Beck-Monges as independent nominee is warranted in the absence of specific concerns (Item 7).</i>					
6	Elect Groupe Industriel Marcel Dassault as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST the reelection Harold Boel as non-independent chairman of the audit committee is warranted (Item 5). A vote FOR the reelection of Marie-Helene Habert-Dassault as non-independent nominee is warranted given the satisfactory level of board independence (33.3 percent vs 33.3 percent recommended) and the absence of specific concerns (Item 6). A vote FOR the election of Viviane Beck-Monges as independent nominee is warranted in the absence of specific concerns (Item 7).</i>					
7	Elect Viviane Monges as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST the reelection Harold Boel as non-independent chairman of the audit committee is warranted (Item 5). A vote FOR the reelection of Marie-Helene Habert-Dassault as non-independent nominee is warranted given the satisfactory level of board independence (33.3 percent vs 33.3 percent recommended) and the absence of specific concerns (Item 6). A vote FOR the election of Viviane Beck-Monges as independent nominee is warranted in the absence of specific concerns (Item 7).</i>					
8	Appoint Benoit Ribadeau-Dumas as Censor	Mgmt	For	Against	Against
<i>Voting Policy Rationale: Vote AGAINST this item is warranted because the company has failed to provide an adequate rationale on the proposed nomination.</i>					
9	Renew Appointment of Ernst & Young et Autres as Auditor	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10	Appoint Ernst & Young et Autres as Authorized Sustainability Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
11	Approve Remuneration of Directors in the Aggregate Amount of EUR 600,000	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted considering the rationale provided by the company and since the proposed amount remains in line with French market practices.</i>				
12	Approve Remuneration Policy of Corporate Officers	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this remuneration policy is warranted because: * The present proposal is deemed to bundle all individual remuneration policies proposed under Items 13, 14 and 15, which is not considered common practice in France; and * Support for this item could imply favorable votes to controversial remuneration policies submitted under Items 13 and 14.</i>				
13	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the remuneration policy applicable to the chairman (Item 13) is warranted because: * Considering the removal of executive functions, the company's rationale to increase the chairman's fixed salary is not entirely convincing; * If no performance share shall be granted to the chairman in 2024, future grants are not excluded which would go against accepted practices for a non-executive chairman in France; and * Benefits in kind under the proposed policy are not in line with market practice. A vote FOR the remuneration policy applicable to directors of the board is warranted (Item 15) because it does not raise any significant concern.</i>				
14	Approve Remuneration Policy of CEO	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this remuneration policy is warranted because: * Disclosure regarding the bonus is below market standards; * No LTIP cap is disclosed; * The company fails to provide any information on performance criteria attached to the LTIP; * The board can discretionarily pay a termination payment; and * The derogation policy is deemed too broad.</i>				
15	Approve Remuneration Policy of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the remuneration policy applicable to the chairman (Item 13) is warranted because: * Considering the removal of executive functions, the company's rationale to increase the chairman's fixed salary is not entirely convincing; * If no performance share shall be granted to the chairman in 2024, future grants are not excluded which would go against accepted practices for a non-executive chairman in France; and * Benefits in kind under the proposed policy are not in line with market practice. A vote FOR the remuneration policy applicable to directors of the board is warranted (Item 15) because it does not raise any significant concern.</i>				
16	Approve Compensation Report of Corporate Officers	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this remuneration report is warranted because: * There is an absence of board responsiveness following shareholders' dissent at the previous AGM while there has been serious concern regarding the poor remuneration practices over the past FYs.</i>				
17	Approve Compensation of Alexandre Merieux, Chairman and CEO from January 1, 2023 to June 30, 2023 and Chairman of the Board since July 1, 2023	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Votes AGAINST these remuneration reports are warranted because: * The base salary increases of the 2024 remuneration policies were already implemented during 2023, a practice that does not fit with best governance principles (Items 17-18); * The amount paid in respect of benefits in kind to Alexandre Merieux is quite concerning (Item 17); * Disclosure regarding the bonuses is limited (Items 17-18). * The amount of LTIP granted seems to exceed Pierre Boulud's remuneration policy (Item 18). * There is a lack of disclosure regarding the LTIPs' performance conditions that either were granted or vested during the year under review (Item 18).</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
18	Approve Compensation of Pierre Boulud, Vice-CEO from January 1, 2023 to June 30, 2023 and CEO since July 1, 2023	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Votes AGAINST these remuneration reports are warranted because: * The base salary increases of the 2024 remuneration policies were already implemented during 2023, a practice that does not fit with best governance principles (Items 17-18); * The amount paid in respect of benefits in kind to Alexandre Merieux is quite concerning (Item 17); * Disclosure regarding the bonuses is limited (Items 17-18). * The amount of LTIP granted seems to exceed Pierre Boulud's remuneration policy (Item 18). * There is a lack of disclosure regarding the LTIPs' performance conditions that either were granted or vested during the year under review (Item 18).</i>				
19	Approve Amended Share Purchase Program (MyShare 2023) Reserved for Beneficiaries Employed in the State of California, USA	Mgmt	For	For	For
	<i>Voting Policy Rationale: This proposal is not deemed contentious.</i>				
20	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: Such share buyback programs merit a vote FOR.</i>				
21	Extraordinary Business Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as such share capital reductions are favorable to shareholders.</i>				
22	Authorize up to 15 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted because: * The total aggregate volume would be in excess of recommended guidelines. * No information is available on the existence of performance conditions. * The vesting period is not sufficiently long-term oriented. * The performance period is not disclosed.</i>				
23	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted in the absence of specific concern.</i>				
24	Eliminate Preemptive Rights Pursuant to Item 23 Above, in Favor of Employees	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted in the absence of specific concern.</i>				
25	Set Total Limit for Capital Increase to Result from Issuance Requests Under Items 22 and 23 at EUR 4,210,280	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this total limit is warranted as it limits shareholder dilution but is not without concerns as the limit exceeds the sum of Items 22-23.</i>				
26	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this routine item is warranted.</i>				

Meeting Date: 05/23/2024

Country: Poland

Ticker: BDX

Record Date: 05/07/2024

Meeting Type: Annual

Primary Security ID: X0788V103

Shares Voted: 1,904

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Open Meeting	Mgmt			
	<i>Voting Policy Rationale: Votes FOR Items 2, 4, and 5 are warranted because these are routine meeting formalities. Items 1 and 3 are non-voting.</i>				
2	Elect Meeting Chairman	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR Items 2, 4, and 5 are warranted because these are routine meeting formalities. Items 1 and 3 are non-voting.</i>				
3	Acknowledge Proper Convening of Meeting	Mgmt			
	<i>Voting Policy Rationale: Votes FOR Items 2, 4, and 5 are warranted because these are routine meeting formalities. Items 1 and 3 are non-voting.</i>				
4	Elect Members of Vote Counting Commission	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR Items 2, 4, and 5 are warranted because these are routine meeting formalities. Items 1 and 3 are non-voting.</i>				
5	Approve Agenda of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR Items 2, 4, and 5 are warranted because these are routine meeting formalities. Items 1 and 3 are non-voting.</i>				
6	Receive Management Board Reports on Company's and Group's Operations and Standalone and Consolidated Financial Statements	Mgmt			
	<i>Voting Policy Rationale: These are non-voting items.</i>				
7	Receive Report on Company's and Group's Non-Financial Information	Mgmt			
	<i>Voting Policy Rationale: These are non-voting items.</i>				
8	Receive Remuneration Report	Mgmt			
	<i>Voting Policy Rationale: These are non-voting items.</i>				
9	Receive Supervisory Board Report	Mgmt			
	<i>Voting Policy Rationale: These are non-voting items.</i>				
10	Receive Remuneration Policy	Mgmt			
	<i>Voting Policy Rationale: These are non-voting items.</i>				
11.1	Approve Management Board Report on Group's and Company's Operations	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR Items 11.1, 11.2, 11.3 are warranted because the reports shareholders are asked to approve under these items are uncontroversial, and their approval would not substantively affect the company, or its shareholders' rights.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
11.2	Approve Report on Company's Non-Financial Information	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR Items 11.1, 11.2, 11.3 are warranted because the reports shareholders are asked to approve under these items are uncontroversial, and their approval would not substantively affect the company, or its shareholders' rights.</i>				
11.3	Approve Report on Group's Non-Financial Information	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR Items 11.1, 11.2, 11.3 are warranted because the reports shareholders are asked to approve under these items are uncontroversial, and their approval would not substantively affect the company, or its shareholders' rights.</i>				
11.4	Approve Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns about the accounts presented or the audit procedures used.</i>				
11.5	Approve Consolidated Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns about the accounts presented or the audit procedures used.</i>				
11.6	Approve Allocation of Income and Dividends of PLN 35.69 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because there are no known concerns regarding the company's income allocation practices.</i>				
11.7a	Approve Discharge of Artur Popko (CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in fiscal 2023.</i>				
11.7b	Approve Discharge of Jacek Daniewski (Management Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in fiscal 2023.</i>				
11.7c	Approve Discharge of Marcin Weglowski (Management Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in fiscal 2023.</i>				
11.7d	Approve Discharge of Anna Karys-Sosinska (Management Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in fiscal 2023.</i>				
11.7e	Approve Discharge of Cezary Lysenko (Management Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in fiscal 2023.</i>				
11.7f	Approve Discharge of Maciej Olek (Management Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in fiscal 2023.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
11.7g	Approve Discharge of Artur Pielech (Management Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in fiscal 2023.</i>				
11.8	Approve Supervisory Board Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the report shareholders are asked to approve under this item is uncontroversial, and its approval would not substantively affect the company, or its shareholders' rights.</i>				
11.9	Approve Remuneration Report	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because: * The report fails to provide well-defined list of performance conditions, weights, thresholds, targets, levels of achievement of each target, as well as the corresponding payouts for the STI; * Three management board members received retention bonuses, while no further details and rationale have been disclosed; * The executives participate in an incentive plan of the company's controlling shareholder, which may not be in line with interests' of the minority shareholders; * Artur Pielech, who was suspended from the position of the management board member, received in 2023 a base salary from the subsidiary representing approximately 60 percent increase to his base salary for 2022; * Supervisory board members received retirement benefits. However, we note that this is a common market practice, and the contributions are insignificant in relation to the total compensation.</i>				
11.aa	Approve Discharge of Danuta Dabrowska (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in fiscal 2023.</i>				
11.bb	Approve Discharge of Marek Michalowski (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in fiscal 2023.</i>				
11.cc	Approve Discharge of Juan Ignacio Gaston Najarro (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in fiscal 2023.</i>				
11.dd	Approve Discharge of Igor Chalupec (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in fiscal 2023.</i>				
11.ee	Approve Discharge of Janusz Dedo (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in fiscal 2023.</i>				
11.ff	Approve Discharge of Artur Kucharski (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in fiscal 2023.</i>				
11.gg	Approve Discharge of Dariusz Blocher (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in fiscal 2023.</i>				

Budimex SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
11.hh	Approve Discharge of Ignacio Aitor Garcia Bilbao (Supervisory Board Member)	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in fiscal 2023.</i></p>					
11.ii	Approve Discharge of Mario Manuel Menendez Montoya (Supervisory Board Member)	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in fiscal 2023.</i></p>					
11.jj	Approve Discharge of Silvia Rodriguez Hueso (Supervisory Board Member)	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in fiscal 2023.</i></p>					
11.11	Approve Remuneration Policy	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST is warranted because: * Some contractual terms of company's executives, such as detailed terms of malus and clawback parameters and non-compete payments are not fully described by the company; * The supervisory board is vested with extensive discretionary power to set forth the parameters of remuneration components; * The company does not disclose a list of performance metrics for the STI; * The policy lacks disclosure regarding the remuneration component in relation to extraordinary achievement and retention bonus, while supervisory board has the discretionary power to grant such awards; * The policy foresees the management board members may receive financial instruments from the company's majority shareholder; * The derogation clause in the policy is broadly-defined and lacks clarity on the special circumstances; * The potential termination pay may exceed 24 months' pay that is not in line with the best market practice; and * The members of company's supervisory board may receive retirement benefits. However, we note that non-executive participation in the Employee Capital Plan is a common market practice.</i></p>					
12	Close Meeting	Mgmt			
<p><i>Voting Policy Rationale: This is a non-voting item.</i></p>					

CCC Intelligent Solutions Holdings Inc.

Meeting Date: 05/23/2024 **Country:** USA **Ticker:** CCCS
Record Date: 03/26/2024 **Meeting Type:** Annual
Primary Security ID: 12510Q100

Shares Voted: 1,712

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Githesh Ramamurthy	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for Githesh Ramamurthy for serving as a non-independent member of a key board committee. WITHHOLD votes are further warranted for incumbent Governance Committee member Githesh Ramamurthy given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i></p>					
1.2	Elect Director Eileen Schloss	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for Githesh Ramamurthy for serving as a non-independent member of a key board committee. WITHHOLD votes are further warranted for incumbent Governance Committee member Githesh Ramamurthy given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i></p>					

CCC Intelligent Solutions Holdings Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Director Eric Wei	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for Githesh Ramamurthy for serving as a non-independent member of a key board committee. WITHHOLD votes are further warranted for incumbent Governance Committee member Githesh Ramamurthy given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the proposal is warranted. Although the annual and long-term pay programs are largely performance based, the company amended an in-flight equity grant due to unmet performance goals, resulting in a significant windfall for executives. Amending in-flight performance awards is considered a problematic pay practice. Additionally, the company has not disclosed any short- and long-term E&S performance incentives and provides for excise tax-gross ups in existing agreements.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.78 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Crane NXT Co.

Meeting Date: 05/23/2024 **Country:** USA **Ticker:** CXT
Record Date: 04/01/2024 **Meeting Type:** Annual
Primary Security ID: 224441105

Shares Voted: 1,028

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Michael Dinkins	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Dinkins, Cristen Kogl, Ellen McClain and James Tullis is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director William Grogan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Dinkins, Cristen Kogl, Ellen McClain and James Tullis is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Sandra Joyce	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Dinkins, Cristen Kogl, Ellen McClain and James Tullis is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Cristen Kogl	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Dinkins, Cristen Kogl, Ellen McClain and James Tullis is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Ellen McClain	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Dinkins, Cristen Kogl, Ellen McClain and James Tullis is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Crane NXT Co.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1f	Elect Director David D. Petratis	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Dinkins, Cristen Kogl, Ellen McClain and James Tullis is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Aaron W. Saak	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Dinkins, Cristen Kogl, Ellen McClain and James Tullis is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director John S. Stroup	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Dinkins, Cristen Kogl, Ellen McClain and James Tullis is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director James L. L. Tullis	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Dinkins, Cristen Kogl, Ellen McClain and James Tullis is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i>				

DoubleVerify Holdings, Inc.

Meeting Date: 05/23/2024 **Country:** USA **Ticker:** DV
Record Date: 03/26/2024 **Meeting Type:** Annual
Primary Security ID: 25862V105

Shares Voted: 603

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Sundeep Jain	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.2	Elect Director Kelli Turner	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.3	Elect Director Scott Wagner	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.4	Elect Director Mark Zagorski	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				

DoubleVerify Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i></p>					
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 7.27 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					

Dycom Industries Inc.

Meeting Date: 05/23/2024 **Country:** USA **Ticker:** DY
Record Date: 03/25/2024 **Meeting Type:** Annual
Primary Security ID: 267475101

Shares Voted: 427

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Steven E. Nielsen	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Jennifer Fritzsche is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Jennifer M. Fritzsche	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Jennifer Fritzsche is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director Carmen M. Sabater	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Jennifer Fritzsche is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1d	Elect Director Luis Avila-Marco	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Jennifer Fritzsche is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i></p>					
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 11.00 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					

Meeting Date: 05/23/2024

Country: USA

Ticker: EQIX

Record Date: 03/26/2024

Meeting Type: Annual

Primary Security ID: 29444U700

Shares Voted: 2,045

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Nanci Caldwell	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1b	Elect Director Adaire Fox-Martin	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1c	Elect Director Gary Hromadko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1d	Elect Director Charles Meyers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1e	Elect Director Thomas Olinger	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1f	Elect Director Christopher Paisley	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1g	Elect Director Jeetu Patel	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director Sandra Rivera	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1i	Elect Director Fidelma Russo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1j	Elect Director Peter Van Camp	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Although a concern is noted regarding the company's use of the same metrics, goals, and performance periods for the annual and long-term incentive programs, both the annual and long-term incentives are primarily tied to financial performance, with a portion of the performance shares tied to TSR measured over a multi-year performance period. Additionally, for 2024, the amount of metric overlap was somewhat reduced while the proportion of performance equity was increased.</i>				
3	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as the proposed amendments are not viewed as problematic.</i>				
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				

Extra Space Storage Inc.

Meeting Date: 05/23/2024

Country: USA

Ticker: EXR

Record Date: 03/26/2024

Meeting Type: Annual

Primary Security ID: 30225T102

Shares Voted: 1,336

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Kenneth M. Woolley	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Joseph Bonner and Diane Olmstead is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Joseph D. Margolis	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Joseph Bonner and Diane Olmstead is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Mark G. Barberio	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Joseph Bonner and Diane Olmstead is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Joseph J. Bonner	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Joseph Bonner and Diane Olmstead is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Gary L. Crittenden	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Joseph Bonner and Diane Olmstead is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Susan Harnett	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Joseph Bonner and Diane Olmstead is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Spencer F. Kirk	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Joseph Bonner and Diane Olmstead is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Diane Olmstead	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Joseph Bonner and Diane Olmstead is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director Joseph V. Saffire	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Joseph Bonner and Diane Olmstead is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.10	Elect Director Julia Vander Ploeg	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Joseph Bonner and Diane Olmstead is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the ratification of the company's auditor is warranted given that non-audit fees represent 36.67 percent of the total fees received by the auditor during the fiscal year, raising substantial doubts over the independence of the auditor.</i>				

Extra Space Storage Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted. Some concern is raised by the lack of disclosure for the unweighted management and individual goals in the STI program. Further, there are concerns regarding the relative TSR metric which targets merely median performance. Nevertheless, a majority of the equity awards are performance-conditioned and measured over a multi-year period, and annual incentives are mostly based on pre-set objective goals.</i></p>					

Flowers Foods, Inc.

Meeting Date: 05/23/2024 **Country:** USA **Ticker:** FLO
Record Date: 03/19/2024 **Meeting Type:** Annual
Primary Security ID: 343498101

Shares Voted: 572

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director A. Ryals McMullian	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas (Tom) Chubb III, Edward (Ed) Casey Jr., Margaret Lewis, and Melvin Stith is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Edward J. Casey, Jr.	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas (Tom) Chubb III, Edward (Ed) Casey Jr., Margaret Lewis, and Melvin Stith is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director Thomas C. Chubb, III	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas (Tom) Chubb III, Edward (Ed) Casey Jr., Margaret Lewis, and Melvin Stith is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1d	Elect Director George E. Deese	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas (Tom) Chubb III, Edward (Ed) Casey Jr., Margaret Lewis, and Melvin Stith is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1e	Elect Director Rhonda O. Gass	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas (Tom) Chubb III, Edward (Ed) Casey Jr., Margaret Lewis, and Melvin Stith is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1f	Elect Director Brigitte H. King	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas (Tom) Chubb III, Edward (Ed) Casey Jr., Margaret Lewis, and Melvin Stith is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1g	Elect Director Margaret G. Lewis	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas (Tom) Chubb III, Edward (Ed) Casey Jr., Margaret Lewis, and Melvin Stith is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

Flowers Foods, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1h	Elect Director W. Jameson McFadden	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas (Tom) Chubb III, Edward (Ed) Casey Jr., Margaret Lewis, and Melvin Stith is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Joanne D. Smith	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas (Tom) Chubb III, Edward (Ed) Casey Jr., Margaret Lewis, and Melvin Stith is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director James T. Spear	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas (Tom) Chubb III, Edward (Ed) Casey Jr., Margaret Lewis, and Melvin Stith is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Melvin T. Stith	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas (Tom) Chubb III, Edward (Ed) Casey Jr., Margaret Lewis, and Melvin Stith is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director C. Martin Wood, III	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas (Tom) Chubb III, Edward (Ed) Casey Jr., Margaret Lewis, and Melvin Stith is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 15.06 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Indivior PLC

Meeting Date: 05/23/2024 **Country:** United Kingdom **Ticker:** INDV
Record Date: 05/21/2024 **Meeting Type:** Special
Primary Security ID: G4766E116

Shares Voted: 912

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Transfer of the Company's Category of Listing from a Premium Listing to a Standard Listing	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the resolution is considered warranted, although it is not without concern because: * The move from a Premium to a Standard listing will result in the Company following less stringent UK corporate governance requirements. The main reason for support is: * The Company's explanation in relation to its decision to move its primary listing from the UK to the US is acknowledged.</i>				

Meeting Date: 05/23/2024

Country: USA

Ticker: KVUE

Record Date: 03/25/2024

Meeting Type: Annual

Primary Security ID: 49177J102

Shares Voted: 59,638

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Richard E. Allison, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry Merlo, Tamara Franklin, Seemantini Godbole and Melanie Healey is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Peter M. Fasolo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry Merlo, Tamara Franklin, Seemantini Godbole and Melanie Healey is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Tamara S. Franklin	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry Merlo, Tamara Franklin, Seemantini Godbole and Melanie Healey is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Seemantini Godbole	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry Merlo, Tamara Franklin, Seemantini Godbole and Melanie Healey is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Melanie L. Healey	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry Merlo, Tamara Franklin, Seemantini Godbole and Melanie Healey is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Betsy D. Holden	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry Merlo, Tamara Franklin, Seemantini Godbole and Melanie Healey is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Larry J. Merlo	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry Merlo, Tamara Franklin, Seemantini Godbole and Melanie Healey is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Thibaut Mongon	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry Merlo, Tamara Franklin, Seemantini Godbole and Melanie Healey is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Vasant Prabhu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry Merlo, Tamara Franklin, Seemantini Godbole and Melanie Healey is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Michael E. Sneed	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry Merlo, Tamara Franklin, Seemantini Godbole and Melanie Healey is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Kenvue Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1k	Elect Director Joseph J. Wolk	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry Merlo, Tamara Franklin, Seemantini Godbole and Melanie Healey is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Concerns are noted regarding one-time equity awards and mid-year adjustments to STI goals in connection with the company's separation from Johnson & Johnson. However, these concerns are sufficiently mitigated. It is expected that CEO compensation will normalize going forward. The company will adopt new STI and LTI programs beginning in FY24: the STI will be primarily based on pre-set financial metrics, and the LTI will be half performance-based.</i>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
	<i>Voting Policy Rationale: A vote for the adoption of an ANNUAL say-on-pay frequency is warranted. Annual say-on-pay votes are considered a best practice as they give shareholders a regular opportunity to opine on executive pay.</i>				
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.14 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Legal & General Group Plc

Meeting Date: 05/23/2024

Country: United Kingdom

Ticker: LGEN

Record Date: 05/21/2024

Meeting Type: Annual

Primary Security ID: G54404127

Shares Voted: 23,489

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>				
2	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
3	Elect Antonio Simoes as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
4	Re-elect Henrietta Baldock as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
5	Re-elect Nilufer Von Bismarck as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				

Legal & General Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Re-elect Philip Broadley as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
7	Re-elect Jeff Davies as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
8	Re-elect Carolyn Johnson as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
9	Re-elect Sir John Kingman as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
10	Re-elect Lesley Knox as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
11	Re-elect George Lewis as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
12	Re-elect Ric Lewis as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
13	Re-elect Tushar Morzaria as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
14	Re-elect Laura Wade-Gery as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
15	Reappoint KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is considered warranted at this time.</i>				
16	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.9 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
17	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is considered warranted for the remuneration report, as no material concerns have been identified.</i>				
18	Approve Performance Share Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the PSP resolution is considered warranted, as no material concerns have been identified.</i>				
19	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				

Legal & General Group Plc

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

Manhattan Associates, Inc.

Meeting Date: 05/23/2024

Country: USA

Ticker: MANH

Record Date: 03/25/2024

Meeting Type: Annual

Primary Security ID: 562750109

Manhattan Associates, Inc.

Shares Voted: 283

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Deepak Raghavan	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Linda Hollembaek and Deepak Raghavan is warranted for lack of diversity on the board. A vote AGAINST Deepak Raghavan is further warranted for serving as a non-independent member of a key board committee. A vote FOR the remaining director nominee Edmond (Ed) Eger III is warranted.</i></p>					
1b	Elect Director Edmond I. Eger, III	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Linda Hollembaek and Deepak Raghavan is warranted for lack of diversity on the board. A vote AGAINST Deepak Raghavan is further warranted for serving as a non-independent member of a key board committee. A vote FOR the remaining director nominee Edmond (Ed) Eger III is warranted.</i></p>					
1c	Elect Director Linda T. Hollembaek	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Linda Hollembaek and Deepak Raghavan is warranted for lack of diversity on the board. A vote AGAINST Deepak Raghavan is further warranted for serving as a non-independent member of a key board committee. A vote FOR the remaining director nominee Edmond (Ed) Eger III is warranted.</i></p>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i></p>					
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 6.86 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					

MaxLinear, Inc.

Meeting Date: 05/23/2024

Country: USA

Ticker: MXL

Record Date: 03/28/2024

Meeting Type: Annual

Primary Security ID: 57776J100

Shares Voted: 1,603

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Kishore V. Seendripu	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Gregory (Greg) Dougherty is warranted for lack of diversity on the board. A vote FOR the remaining director nominee is warranted.</i></p>					
1.2	Elect Director Thomas E. Pardun	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Gregory (Greg) Dougherty is warranted for lack of diversity on the board. A vote FOR the remaining director nominee is warranted.</i></p>					

MaxLinear, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Director Gregory P. Dougherty	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Gregory (Greg) Dougherty is warranted for lack of diversity on the board. A vote FOR the remaining director nominee is warranted.</i></p>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i></p>					
3	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.94 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					

Morgan Stanley

Meeting Date: 05/23/2024

Country: USA

Ticker: MS

Record Date: 03/25/2024

Meeting Type: Annual

Primary Security ID: 617446448

Shares Voted: 11,429

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Megan Butler	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Glocer, Robert Herz, Erika James, Mary Schapiro and Rayford Wilkins Jr. is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Thomas H. Glocer	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Glocer, Robert Herz, Erika James, Mary Schapiro and Rayford Wilkins Jr. is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director James P. Gorman	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Glocer, Robert Herz, Erika James, Mary Schapiro and Rayford Wilkins Jr. is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1d	Elect Director Robert H. Herz	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Glocer, Robert Herz, Erika James, Mary Schapiro and Rayford Wilkins Jr. is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1e	Elect Director Erika H. James	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Glocer, Robert Herz, Erika James, Mary Schapiro and Rayford Wilkins Jr. is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1f	Elect Director Hironori Kamezawa	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Glocer, Robert Herz, Erika James, Mary Schapiro and Rayford Wilkins Jr. is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Shelley B. Leibowitz	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Glocer, Robert Herz, Erika James, Mary Schapiro and Rayford Wilkins Jr. is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Stephen J. Luczo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Glocer, Robert Herz, Erika James, Mary Schapiro and Rayford Wilkins Jr. is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Jami Miscik	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Glocer, Robert Herz, Erika James, Mary Schapiro and Rayford Wilkins Jr. is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Masato Miyachi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Glocer, Robert Herz, Erika James, Mary Schapiro and Rayford Wilkins Jr. is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Dennis M. Nally	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Glocer, Robert Herz, Erika James, Mary Schapiro and Rayford Wilkins Jr. is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director Edward (Ted) Pick	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Glocer, Robert Herz, Erika James, Mary Schapiro and Rayford Wilkins Jr. is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1m	Elect Director Mary L. Schapiro	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Glocer, Robert Herz, Erika James, Mary Schapiro and Rayford Wilkins Jr. is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1n	Elect Director Perry M. Traquina	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Glocer, Robert Herz, Erika James, Mary Schapiro and Rayford Wilkins Jr. is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1o	Elect Director Rayford Wilkins, Jr.	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Glocer, Robert Herz, Erika James, Mary Schapiro and Rayford Wilkins Jr. is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.68 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Morgan Stanley

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

Nemetschek SE

Meeting Date: 05/23/2024

Country: Germany

Ticker: NEM

Record Date: 04/30/2024

Meeting Type: Annual

Primary Security ID: D56134105

Shares Voted: 944

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt			
<p><i>Voting Policy Rationale: This is a non-voting item.</i></p>					
2	Approve Allocation of Income and Dividends of EUR 0.48 per Share	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.1	Approve Discharge of Management Board Member Yves Padrines for Fiscal Year 2023	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>					
3.2	Approve Discharge of Management Board Member Louise Ofverstrom for Fiscal Year 2023	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>					
3.3	Approve Discharge of Management Board Member Viktor Varkonyi (until June 30, 2023) for Fiscal Year 2023	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>					
3.4	Approve Discharge of Management Board Member Jon Elliott (until Sep. 5, 2023) for Fiscal Year 2023	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>					
4.1	Approve Discharge of Supervisory Board Member Kurt Dobitsch for Fiscal Year 2023	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>					
4.2	Approve Discharge of Supervisory Board Member Bill Krouch for Fiscal Year 2023	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>					
4.3	Approve Discharge of Supervisory Board Member Patricia Geibel-Conrad (until June 30, 2023) for Fiscal Year 2023	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>					
4.4	Approve Discharge of Supervisory Board Member Christine Schoeneweis for Fiscal Year 2023	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>					
4.5	Approve Discharge of Supervisory Board Member Andreas Soeffing for Fiscal Year 2023	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>					

Nemetschek SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.6	Approve Discharge of Supervisory Board Member Gernot Strube for Fiscal Year 2023	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>					
4.7	Approve Discharge of Supervisory Board Member Iris Helke (from July 1, 2023) for Fiscal Year 2023	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>					
5	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2024 and for the Review of Interim Financial Statements for the First Half of Fiscal Year 2024	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>					
6	Elect Iris Helke to the Supervisory Board	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST the proposed nominee, Iris Helke, is warranted because her proposed term of office exceeds four years.</i>					
7	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the proposed share repurchase program is warranted because this is a standard request in Germany.</i>					
8	Approve Remuneration Report	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST the remuneration report is warranted because: * Guaranteed payments were made to management board members in the past year. * There remains insufficient ex-post disclosure to explain the evolution of variable payouts versus company performance, particularly with regard to non-financial performance metrics and weights. * Awards granted under the long-term incentive (partially) vest in less than three years.</i>					

Nevro Corp.

Meeting Date: 05/23/2024

Country: USA

Ticker: NVRO

Record Date: 03/28/2024

Meeting Type: Annual

Primary Security ID: 64157F103

Shares Voted: 437

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director D. Keith Grossman	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Karen Prange and Elizabeth (Bess) Weatherman for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

Nevro Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director Michael DeMane	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Karen Prange and Elizabeth (Bess) Weatherman for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Kevin Thornal	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Karen Prange and Elizabeth (Bess) Weatherman for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Kirt P. Karros	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Karen Prange and Elizabeth (Bess) Weatherman for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Sri Kosaraju	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Karen Prange and Elizabeth (Bess) Weatherman for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Shawn T McCormick	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Karen Prange and Elizabeth (Bess) Weatherman for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Kevin O'Boyle	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Karen Prange and Elizabeth (Bess) Weatherman for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Karen Prange	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Karen Prange and Elizabeth (Bess) Weatherman for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director Susan Siegel	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Karen Prange and Elizabeth (Bess) Weatherman for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.10	Elect Director Elizabeth Weatherman	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Karen Prange and Elizabeth (Bess) Weatherman for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, with caution. The compensation committee demonstrated sufficient responsiveness to last year's failed say-on-pay vote. However, continued monitoring is warranted of pay levels, to ensure equity values normalize, and also with regard to the long-term incentive awards, for which the PSU relative TSR metric targets merely the median with no disclosed cap on awards in the event of negative TSR, or on revenue goals, for which only retroactive goal disclosure is provided.</i>				

Pinterest, Inc.

Meeting Date: 05/23/2024

Country: USA

Ticker: PINS

Record Date: 03/27/2024

Meeting Type: Annual

Primary Security ID: 72352L106

Pinterest, Inc.

Shares Voted: 2,490

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Fredric G. Reynolds	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominees Andrea Wishom and Fredric Reynolds is warranted for lack of diversity on the board. As no governance committee members are on the ballot, a vote AGAINST incumbent director nominees Andrea Wishom and Fredric Reynolds is warranted given the board's failure to remove, or subject to a reasonable sunset requirement, the classified board structure, the supermajority vote requirement to enact certain changes to the governing documents, and the dual-class capital structure, each of which adversely impacts shareholder rights. A vote FOR new director nominee Scott Schenkel is warranted.</i></p>					
1b	Elect Director Scott Schenkel	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominees Andrea Wishom and Fredric Reynolds is warranted for lack of diversity on the board. As no governance committee members are on the ballot, a vote AGAINST incumbent director nominees Andrea Wishom and Fredric Reynolds is warranted given the board's failure to remove, or subject to a reasonable sunset requirement, the classified board structure, the supermajority vote requirement to enact certain changes to the governing documents, and the dual-class capital structure, each of which adversely impacts shareholder rights. A vote FOR new director nominee Scott Schenkel is warranted.</i></p>					
1c	Elect Director Andrea Wishom	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominees Andrea Wishom and Fredric Reynolds is warranted for lack of diversity on the board. As no governance committee members are on the ballot, a vote AGAINST incumbent director nominees Andrea Wishom and Fredric Reynolds is warranted given the board's failure to remove, or subject to a reasonable sunset requirement, the classified board structure, the supermajority vote requirement to enact certain changes to the governing documents, and the dual-class capital structure, each of which adversely impacts shareholder rights. A vote FOR new director nominee Scott Schenkel is warranted.</i></p>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. The company accelerated the vesting of an NEO's equity awards upon his resignation, which is considered a problematic pay practice.</i></p>					
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 15.08 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					

Proto Labs, Inc.

Meeting Date: 05/23/2024

Country: USA

Ticker: PRLB

Record Date: 03/28/2024

Meeting Type: Annual

Primary Security ID: 743713109

Shares Voted: 299

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Robert Bodor	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Archie Black, Sujeet Chand and Sven Wehrwein is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Archie C. Black	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Archie Black, Sujeet Chand and Sven Wehrwein is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

Proto Labs, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1c	Elect Director Sujeet Chand	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Archie Black, Sujeet Chand and Sven Wehrwein is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Moonhie Chin	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Archie Black, Sujeet Chand and Sven Wehrwein is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Rainer Gawlick	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Archie Black, Sujeet Chand and Sven Wehrwein is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Stacy Greiner	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Archie Black, Sujeet Chand and Sven Wehrwein is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Donald G. Krantz	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Archie Black, Sujeet Chand and Sven Wehrwein is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Sven A. Wehrwein	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Archie Black, Sujeet Chand and Sven Wehrwein is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				

Prudential Plc

Meeting Date: 05/23/2024

Country: United Kingdom

Ticker: PRU

Record Date: 05/21/2024

Meeting Type: Annual

Primary Security ID: G72899100

Shares Voted: 46,732

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is considered warranted as no significant concerns have been identified.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Remuneration Report	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this item is considered warranted, although it is not without concern because: * Bonuses paid out at near maximum levels despite shareholder experience; * The CEO's LTIP opportunity is to increase from 400% to 425% of salary. The main reasons for support are: * Shareholder experience was reflected in the LTIP outcome, to some extent; * The CEO has recently joined the Board; * There are several areas of strong performance, especially new business profit which is up 45%; * The increased LTIP opportunity is comfortably within the bounds of the remuneration policy.</i></p>				
3	Elect Mark Saunders as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Items 3 to 8 and 10 to 13 A vote FOR these Directors is considered warranted as no significant concerns have been identified. Item 9 A vote FOR Ming Lu is considered warranted, although it is not without concern because: * He attended slightly less than 75% of Board and Committee meetings. The main reasons for support are: * Part of the meetings were scheduled at short notice, and he could not attend due to clashes with his external executive responsibilities and travel commitments; * The Company has stated that was not expected that his attendance in future years would be lower than 75%; * There were no concerns with his attendance in previous years.</i></p>				
4	Re-elect Shriti Vadera as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Items 3 to 8 and 10 to 13 A vote FOR these Directors is considered warranted as no significant concerns have been identified. Item 9 A vote FOR Ming Lu is considered warranted, although it is not without concern because: * He attended slightly less than 75% of Board and Committee meetings. The main reasons for support are: * Part of the meetings were scheduled at short notice, and he could not attend due to clashes with his external executive responsibilities and travel commitments; * The Company has stated that was not expected that his attendance in future years would be lower than 75%; * There were no concerns with his attendance in previous years.</i></p>				
5	Re-elect Anil Wadhvani as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Items 3 to 8 and 10 to 13 A vote FOR these Directors is considered warranted as no significant concerns have been identified. Item 9 A vote FOR Ming Lu is considered warranted, although it is not without concern because: * He attended slightly less than 75% of Board and Committee meetings. The main reasons for support are: * Part of the meetings were scheduled at short notice, and he could not attend due to clashes with his external executive responsibilities and travel commitments; * The Company has stated that was not expected that his attendance in future years would be lower than 75%; * There were no concerns with his attendance in previous years.</i></p>				
6	Re-elect Jeremy Anderson as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Items 3 to 8 and 10 to 13 A vote FOR these Directors is considered warranted as no significant concerns have been identified. Item 9 A vote FOR Ming Lu is considered warranted, although it is not without concern because: * He attended slightly less than 75% of Board and Committee meetings. The main reasons for support are: * Part of the meetings were scheduled at short notice, and he could not attend due to clashes with his external executive responsibilities and travel commitments; * The Company has stated that was not expected that his attendance in future years would be lower than 75%; * There were no concerns with his attendance in previous years.</i></p>				
7	Re-elect Arijit Basu as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Items 3 to 8 and 10 to 13 A vote FOR these Directors is considered warranted as no significant concerns have been identified. Item 9 A vote FOR Ming Lu is considered warranted, although it is not without concern because: * He attended slightly less than 75% of Board and Committee meetings. The main reasons for support are: * Part of the meetings were scheduled at short notice, and he could not attend due to clashes with his external executive responsibilities and travel commitments; * The Company has stated that was not expected that his attendance in future years would be lower than 75%; * There were no concerns with his attendance in previous years.</i></p>				
8	Re-elect Chua Sock Koong as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Items 3 to 8 and 10 to 13 A vote FOR these Directors is considered warranted as no significant concerns have been identified. Item 9 A vote FOR Ming Lu is considered warranted, although it is not without concern because: * He attended slightly less than 75% of Board and Committee meetings. The main reasons for support are: * Part of the meetings were scheduled at short notice, and he could not attend due to clashes with his external executive responsibilities and travel commitments; * The Company has stated that was not expected that his attendance in future years would be lower than 75%; * There were no concerns with his attendance in previous years.</i></p>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
9	Re-elect Ming Lu as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Items 3 to 8 and 10 to 13 A vote FOR these Directors is considered warranted as no significant concerns have been identified. Item 9 A vote FOR Ming Lu is considered warranted, although it is not without concern because: * He attended slightly less than 75% of Board and Committee meetings. The main reasons for support are: * Part of the meetings were scheduled at short notice, and he could not attend due to clashes with his external executive responsibilities and travel commitments; * The Company has stated that was not expected that his attendance in future years would be lower than 75%; * There were no concerns with his attendance in previous years.</i></p>				
10	Re-elect George Sartorel as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Items 3 to 8 and 10 to 13 A vote FOR these Directors is considered warranted as no significant concerns have been identified. Item 9 A vote FOR Ming Lu is considered warranted, although it is not without concern because: * He attended slightly less than 75% of Board and Committee meetings. The main reasons for support are: * Part of the meetings were scheduled at short notice, and he could not attend due to clashes with his external executive responsibilities and travel commitments; * The Company has stated that was not expected that his attendance in future years would be lower than 75%; * There were no concerns with his attendance in previous years.</i></p>				
11	Re-elect Claudia Dyckerhoff as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Items 3 to 8 and 10 to 13 A vote FOR these Directors is considered warranted as no significant concerns have been identified. Item 9 A vote FOR Ming Lu is considered warranted, although it is not without concern because: * He attended slightly less than 75% of Board and Committee meetings. The main reasons for support are: * Part of the meetings were scheduled at short notice, and he could not attend due to clashes with his external executive responsibilities and travel commitments; * The Company has stated that was not expected that his attendance in future years would be lower than 75%; * There were no concerns with his attendance in previous years.</i></p>				
12	Re-elect Jeanette Wong as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Items 3 to 8 and 10 to 13 A vote FOR these Directors is considered warranted as no significant concerns have been identified. Item 9 A vote FOR Ming Lu is considered warranted, although it is not without concern because: * He attended slightly less than 75% of Board and Committee meetings. The main reasons for support are: * Part of the meetings were scheduled at short notice, and he could not attend due to clashes with his external executive responsibilities and travel commitments; * The Company has stated that was not expected that his attendance in future years would be lower than 75%; * There were no concerns with his attendance in previous years.</i></p>				
13	Re-elect Amy Yip as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Items 3 to 8 and 10 to 13 A vote FOR these Directors is considered warranted as no significant concerns have been identified. Item 9 A vote FOR Ming Lu is considered warranted, although it is not without concern because: * He attended slightly less than 75% of Board and Committee meetings. The main reasons for support are: * Part of the meetings were scheduled at short notice, and he could not attend due to clashes with his external executive responsibilities and travel commitments; * The Company has stated that was not expected that his attendance in future years would be lower than 75%; * There were no concerns with his attendance in previous years.</i></p>				
14	Reappoint Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 42.6 percent of the total fees paid to the auditor are for non-audit purposes.</i></p>				
15	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 42.6 percent of the total fees paid to the auditor are for non-audit purposes.</i></p>				
16	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this resolution is considered warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i></p>				

Prudential Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
17	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is considered warranted because the proposed amounts and durations are within recommended limits.</i>				
18	Authorise Issue of Equity to Include Repurchased Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is considered warranted because the proposed amounts and durations are within recommended limits.</i>				
19	Authorise Issue of Preference Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is considered warranted because the proposed amounts and durations are within recommended limits.</i>				
20	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is considered warranted because the proposed amounts and durations are within recommended limits.</i>				
21	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is considered warranted because the proposed amounts and durations are within recommended limits.</i>				
22	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is considered warranted because the proposed amount and duration are within recommended limits.</i>				
23	Authorise Directors to Allot Ordinary Shares in Connection with the Scrip Dividend Alternative	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is considered warranted because no material concerns have been identified.</i>				
24	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is considered warranted. No issues of concern have been identified.</i>				

SBA Communications Corporation

Meeting Date: 05/23/2024

Country: USA

Ticker: SBAC

Record Date: 03/22/2024

Meeting Type: Annual

Primary Security ID: 78410G104

Shares Voted: 784

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Brendan T. Cavanagh	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mary Chan, Jay Johnson and George Krouse Jr. is warranted for lack of diversity on the board. A vote FOR Brendan Cavanagh is warranted.</i>				

SBA Communications Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director Mary S. Chan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mary Chan, Jay Johnson and George Krouse Jr. is warranted for lack of diversity on the board. A vote FOR Brendan Cavanagh is warranted.</i>				
1.3	Elect Director Jay L. Johnson	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mary Chan, Jay Johnson and George Krouse Jr. is warranted for lack of diversity on the board. A vote FOR Brendan Cavanagh is warranted.</i>				
1.4	Elect Director George R. Krouse, Jr.	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mary Chan, Jay Johnson and George Krouse Jr. is warranted for lack of diversity on the board. A vote FOR Brendan Cavanagh is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as pay and performance are reasonably aligned for the year in review. Although the TSR PRSU metric merely targets median performance with no disclosed cap on payouts in the event of negative absolute TSR, the CEO's long-term incentives are chiefly performance conditioned, with performance measured over a multi-year period. Moreover, annual incentives are primarily linked to pre-set financial metrics and, in 2024, the committee reduced the proportion of the STIP that is based on non-financial metrics.</i>				

Schneider Electric SE

Meeting Date: 05/23/2024 **Country:** France **Ticker:** SU
Record Date: 05/21/2024 **Meeting Type:** Annual/Special
Primary Security ID: F86921107

Shares Voted: 17,261

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Ordinary Business	Mgmt			
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted in the absence of any specific concerns.</i>				
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted in the absence of any specific concerns.</i>				
3	Approve Allocation of Income and Dividends of EUR 3.50 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted because the proposed payout ratio is adequate without being excessive.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted in the absence of any specific concern.</i>				
5	Appoint Mazars as Auditor for the Sustainability Reporting	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR are warranted in the absence of any specific concerns.</i>				
6	Appoint PricewaterhouseCoopers Audit as Auditor for the Sustainability Reporting	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR are warranted in the absence of any specific concerns.</i>				
7	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>				
8	Approve Compensation of Jean-Pascal Tricoire, Chairman and CEO from January 1, 2023 until May 3, 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>				
9	Approve Compensation of Peter Herweck, CEO since May 4, 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>				
10	Approve Compensation of Jean-Pascal Tricoire, Chairman of the Board since May 4, 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>				
11	Approve Remuneration Policy of CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted in the absence of any specific concerns.</i>				
12	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted in the absence of specific concerns.</i>				
13	Approve Remuneration Policy of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted because it does not raise any significant concern.</i>				
14	Reelect Fred Kindle as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time.</i>				
15	Reelect Cecile Cabanis as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time.</i>				
16	Reelect Jill Lee as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time.</i>				

Schneider Electric SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
17	Elect Philippe Knoche as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR the director nominees are warranted at this time.</i>					
18	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
<i>Voting Policy Rationale: Such share buyback programs merit a vote FOR.</i>					
19	Extraordinary Business Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR are warranted in the absence of any specific concerns.</i>					
20	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of International Subsidiaries	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR are warranted in the absence of any specific concerns.</i>					
21	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this routine item is warranted.</i>					

ServiceNow, Inc.

Meeting Date: 05/23/2024 **Country:** USA **Ticker:** NOW
Record Date: 03/26/2024 **Meeting Type:** Annual
Primary Security ID: 81762P102

Shares Voted: 3,375

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Deborah Black	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Deborah Black, Lawrence Jackson Jr. and Anita Sands is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1b	Elect Director Susan L. Bostrom	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Deborah Black, Lawrence Jackson Jr. and Anita Sands is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1c	Elect Director Teresa Briggs	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Deborah Black, Lawrence Jackson Jr. and Anita Sands is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1d	Elect Director Jonathan C. Chadwick	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Deborah Black, Lawrence Jackson Jr. and Anita Sands is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1e	Elect Director Paul E. Chamberlain	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Deborah Black, Lawrence Jackson Jr. and Anita Sands is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Lawrence J. Jackson, Jr.	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Deborah Black, Lawrence Jackson Jr. and Anita Sands is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Frederic B. Luddy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Deborah Black, Lawrence Jackson Jr. and Anita Sands is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director William R. "Bill" McDermott	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Deborah Black, Lawrence Jackson Jr. and Anita Sands is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Jeffrey A. Miller	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Deborah Black, Lawrence Jackson Jr. and Anita Sands is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Joseph "Larry" Quinlan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Deborah Black, Lawrence Jackson Jr. and Anita Sands is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Anita M. Sands	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Deborah Black, Lawrence Jackson Jr. and Anita Sands is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * High CEO pay relative to company performance compared to the company's peers; and * High CEO pay in relation to company peer group CEO median pay levels.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Adopt Simple Majority Vote	SH	None	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that elimination of the supermajority vote requirement would enhance shareholder rights.</i>				

Meeting Date: 05/23/2024

Country: United Kingdom

Ticker: SXS

Record Date: 05/21/2024

Meeting Type: Annual

Primary Security ID: G8338K104

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>				
2	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the remuneration report is warranted, in the absence of significant concerns.</i>				
3	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
4	Elect Mandy Gradden as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Mark Williamson, Catherine (Cathy) Turner, Ravi Gopinath, Alison Henwood, and Kjersti Wiklund is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
5	Re-elect Ravi Gopinath as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Mark Williamson, Catherine (Cathy) Turner, Ravi Gopinath, Alison Henwood, and Kjersti Wiklund is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
6	Re-elect Derek Harding as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Mark Williamson, Catherine (Cathy) Turner, Ravi Gopinath, Alison Henwood, and Kjersti Wiklund is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
7	Re-elect Andrew Heath as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Mark Williamson, Catherine (Cathy) Turner, Ravi Gopinath, Alison Henwood, and Kjersti Wiklund is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
8	Re-elect Alison Henwood as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Mark Williamson, Catherine (Cathy) Turner, Ravi Gopinath, Alison Henwood, and Kjersti Wiklund is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
9	Re-elect Ulf Quellmann as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Mark Williamson, Catherine (Cathy) Turner, Ravi Gopinath, Alison Henwood, and Kjersti Wiklund is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
10	Re-elect Cathy Turner as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Mark Williamson, Catherine (Cathy) Turner, Ravi Gopinath, Alison Henwood, and Kjersti Wiklund is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Spectris Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
11	Re-elect Kjersti Wiklund as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Mark Williamson, Catherine (Cathy) Turner, Ravi Gopinath, Alison Henwood, and Kjersti Wiklund is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
12	Re-elect Mark Williamson as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Mark Williamson, Catherine (Cathy) Turner, Ravi Gopinath, Alison Henwood, and Kjersti Wiklund is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
13	Reappoint Deloitte LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.7 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
14	Authorise the Audit and Risk Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.7 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
15	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
16	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
17	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
18	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				
19	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>				

Taiwan High Speed Rail Corp.

Meeting Date: 05/23/2024

Country: Taiwan

Ticker: 2633

Record Date: 03/22/2024

Meeting Type: Annual

Primary Security ID: Y8421F103

Taiwan High Speed Rail Corp.

Shares Voted: 294,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Business Operations Report and Financial Statements	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for this routine resolution because no concerns have been identified.</i>					
2	Approve Profit Distribution	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because the proposed payout is considered reasonable.</i>					
3	Approve Amendments to Articles of Association	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted given that the amendments are based on operational needs.</i>					
4	Amend Corporate Governance Code	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted given that the amendments are mostly technical in nature, to align company procedures with regulations, or based on operational needs.</i>					

Terex Corporation

Meeting Date: 05/23/2024

Country: USA

Ticker: TEX

Record Date: 03/27/2024

Meeting Type: Annual

Primary Security ID: 880779103

Shares Voted: 935

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Paula H. J. Cholmondeley	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST nominating committee members David Sachs, Donald (Don) DeFosset Jr., Sandie O'Connor, Christopher Rossi and Andra Rush is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1b	Elect Director Donald DeFosset	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST nominating committee members David Sachs, Donald (Don) DeFosset Jr., Sandie O'Connor, Christopher Rossi and Andra Rush is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1c	Elect Director Simon Meester	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST nominating committee members David Sachs, Donald (Don) DeFosset Jr., Sandie O'Connor, Christopher Rossi and Andra Rush is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1d	Elect Director Sandie O'Connor	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST nominating committee members David Sachs, Donald (Don) DeFosset Jr., Sandie O'Connor, Christopher Rossi and Andra Rush is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

Terex Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1e	Elect Director Christopher Rossi	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST nominating committee members David Sachs, Donald (Don) DeFosset Jr., Sandie O'Connor, Christopher Rossi and Andra Rush is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1f	Elect Director Andra Rush	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST nominating committee members David Sachs, Donald (Don) DeFosset Jr., Sandie O'Connor, Christopher Rossi and Andra Rush is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1g	Elect Director David A. Sachs	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST nominating committee members David Sachs, Donald (Don) DeFosset Jr., Sandie O'Connor, Christopher Rossi and Andra Rush is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1h	Elect Director Seun Salami	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST nominating committee members David Sachs, Donald (Don) DeFosset Jr., Sandie O'Connor, Christopher Rossi and Andra Rush is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i></p>					
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.78 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					

The Charles Schwab Corporation

Meeting Date: 05/23/2024 **Country:** USA **Ticker:** SCHW
Record Date: 03/25/2024 **Meeting Type:** Annual
Primary Security ID: 808513105

Shares Voted: 13,369

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Walter W. Bettinger, II	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Joan Dea is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.2	Elect Director Joan T. Dea	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Joan Dea is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.3	Elect Director Christopher V. Dodds	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Joan Dea is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

The Charles Schwab Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.4	Elect Director Bharat B. Masrani	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Joan Dea is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Charles A. Ruffel	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Joan Dea is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; * The company maintains a modified single trigger change-in-control agreement provision; and * The company maintains an auto-accelerated equity vesting change-in-control provision.</i>				
4	Improve Executive Compensation Program and Policy	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. While the company provides disclosure surrounding its executive compensation setting process, inclusion of CEO pay ratios and other factors to executive compensation programs could allow for more informed and contextual assessments by investors as to whether the company's executive compensation practices are reasonable and fair and aligned with shareholders' long-term interests.</i>				
5	Report on Civil Rights and Non-Discrimination Audit	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted as the company provides adequate disclosures related to its commitment to not discriminate against employees.</i>				
6	Report on Median Gender/Racial Pay Gaps	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as shareholders would benefit from median racial/gender pay gap reporting that would allow them to compare and measure the progress of the company's diversity and inclusion initiatives.</i>				

The Interpublic Group of Companies, Inc.

Meeting Date: 05/23/2024 **Country:** USA **Ticker:** IPG
Record Date: 04/01/2024 **Meeting Type:** Annual
Primary Security ID: 460690100

Shares Voted: 1,861

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Jorge L. Benitez	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.2	Elect Director Jocelyn Carter-Miller	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				

The Interpublic Group of Companies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Director Mary J. Steele Guilfoile	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.4	Elect Director Dawn Hudson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.5	Elect Director Philippe Krakowsky	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.6	Elect Director Jonathan F. Miller	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.7	Elect Director Patrick Q. Moore	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.8	Elect Director Linda S. Sanford	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.9	Elect Director David M. Thomas	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.10	Elect Director E. Lee Wyatt, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 5.67 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned. Despite concerns regarding the disclosure of STI and LTI goals, the short-term incentive is primarily based on pre-set financial metrics, and the long-term incentive is majority performance based.</i>				
4	Require Independent Board Chair	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the importance of having an independent chairman of the board.</i>				

Toho Co., Ltd. (9602)

Meeting Date: 05/23/2024

Country: Japan

Ticker: 9602

Record Date: 02/29/2024

Meeting Type: Annual

Primary Security ID: J84764117

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 65	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Shimatani, Yoshishige	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Matsuoka, Hiroyasu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Tako, Nobuyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Ichikawa, Minami	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Sumi, Kazuo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.1	Elect Director and Audit Committee Member Ogata, Eiichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.2	Elect Director and Audit Committee Member Ando, Satoshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.3	Elect Director and Audit Committee Member Okoshi, Izumi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4	Elect Alternate Director and Audit Committee Member Ota, Taizo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

TransMedics Group, Inc.

Meeting Date: 05/23/2024

Country: USA

Ticker: TMDX

Record Date: 03/28/2024

Meeting Type: Annual

Primary Security ID: 89377M109

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Waleed Hassanein	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James (Jim) Tobin, Edward Basile, Stephanie Lovell, and David Weill is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director James R. Tobin	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James (Jim) Tobin, Edward Basile, Stephanie Lovell, and David Weill is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Edward M. Basile	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James (Jim) Tobin, Edward Basile, Stephanie Lovell, and David Weill is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Thomas J. Gunderson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James (Jim) Tobin, Edward Basile, Stephanie Lovell, and David Weill is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Edwin M. Kania, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James (Jim) Tobin, Edward Basile, Stephanie Lovell, and David Weill is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Stephanie Lovell	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James (Jim) Tobin, Edward Basile, Stephanie Lovell, and David Weill is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Merilee Raines	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James (Jim) Tobin, Edward Basile, Stephanie Lovell, and David Weill is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director David Weill	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James (Jim) Tobin, Edward Basile, Stephanie Lovell, and David Weill is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				

Meeting Date: 05/23/2024

Country: USA

Ticker: VRSN

Record Date: 03/28/2024

Meeting Type: Annual

Primary Security ID: 92343E102

Shares Voted: 1,096

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director D. James Bidzos	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Roger Moore, Courtney Armstrong, Yehuda Ari Buchalter, Kathleen Cote, Thomas (Tommy) Frist III, Jamie Gorelick and Timothy Tomlinson is warranted for lack of diversity on the board. A vote FOR D. James Bidzos is warranted.</i>				
1.2	Elect Director Courtney D. Armstrong	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Roger Moore, Courtney Armstrong, Yehuda Ari Buchalter, Kathleen Cote, Thomas (Tommy) Frist III, Jamie Gorelick and Timothy Tomlinson is warranted for lack of diversity on the board. A vote FOR D. James Bidzos is warranted.</i>				
1.3	Elect Director Yehuda Ari Buchalter	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Roger Moore, Courtney Armstrong, Yehuda Ari Buchalter, Kathleen Cote, Thomas (Tommy) Frist III, Jamie Gorelick and Timothy Tomlinson is warranted for lack of diversity on the board. A vote FOR D. James Bidzos is warranted.</i>				
1.4	Elect Director Kathleen A. Cote	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Roger Moore, Courtney Armstrong, Yehuda Ari Buchalter, Kathleen Cote, Thomas (Tommy) Frist III, Jamie Gorelick and Timothy Tomlinson is warranted for lack of diversity on the board. A vote FOR D. James Bidzos is warranted.</i>				
1.5	Elect Director Thomas F. Frist, III	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Roger Moore, Courtney Armstrong, Yehuda Ari Buchalter, Kathleen Cote, Thomas (Tommy) Frist III, Jamie Gorelick and Timothy Tomlinson is warranted for lack of diversity on the board. A vote FOR D. James Bidzos is warranted.</i>				
1.6	Elect Director Jamie S. Gorelick	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Roger Moore, Courtney Armstrong, Yehuda Ari Buchalter, Kathleen Cote, Thomas (Tommy) Frist III, Jamie Gorelick and Timothy Tomlinson is warranted for lack of diversity on the board. A vote FOR D. James Bidzos is warranted.</i>				
1.7	Elect Director Roger H. Moore	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Roger Moore, Courtney Armstrong, Yehuda Ari Buchalter, Kathleen Cote, Thomas (Tommy) Frist III, Jamie Gorelick and Timothy Tomlinson is warranted for lack of diversity on the board. A vote FOR D. James Bidzos is warranted.</i>				
1.8	Elect Director Timothy Tomlinson	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Roger Moore, Courtney Armstrong, Yehuda Ari Buchalter, Kathleen Cote, Thomas (Tommy) Frist III, Jamie Gorelick and Timothy Tomlinson is warranted for lack of diversity on the board. A vote FOR D. James Bidzos is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time. Although concerns exist regarding the lack of forward-looking goal disclosure in the LTIP, annual incentives are based entirely on pre-set financial metrics and the long-term incentives are primarily performance-based with a multi-year performance period.</i>				

VeriSign, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i></p>					

Waters Corporation

Meeting Date: 05/23/2024 **Country:** USA **Ticker:** WAT
Record Date: 03/25/2024 **Meeting Type:** Annual
Primary Security ID: 941848103

Shares Voted: 1,451

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Flemming Ornskov	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Flemming Oernskov, Pearl Huang and Mark Vergnano is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.2	Elect Director Linda Baddour	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Flemming Oernskov, Pearl Huang and Mark Vergnano is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.3	Elect Director Udit Batra	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Flemming Oernskov, Pearl Huang and Mark Vergnano is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.4	Elect Director Dan Brennan	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Flemming Oernskov, Pearl Huang and Mark Vergnano is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.5	Elect Director Richard Fearon	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Flemming Oernskov, Pearl Huang and Mark Vergnano is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.6	Elect Director Pearl S. Huang	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Flemming Oernskov, Pearl Huang and Mark Vergnano is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.7	Elect Director Wei Jiang	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Flemming Oernskov, Pearl Huang and Mark Vergnano is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.8	Elect Director Christopher A. Kuebler	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Flemming Oernskov, Pearl Huang and Mark Vergnano is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.9	Elect Director Mark Vergnano	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Flemming Oernskov, Pearl Huang and Mark Vergnano is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

Waters Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 7.35 percent of the fees paid to the auditor are for non-audit purposes.</i>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review. The STI and LTI plans were both primarily performance-based, and LTI payout is capped at target should absolute TSR be negative during the performance period.</i>					
4	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i>					

Welltower Inc.

Meeting Date: 05/23/2024 **Country:** USA **Ticker:** WELL
Record Date: 03/28/2024 **Meeting Type:** Annual
Primary Security ID: 95040Q104

Shares Voted: 5,148

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Kenneth J. Bacon	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
1b	Elect Director Karen B. DeSalvo	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
1c	Elect Director Dennis G. Lopez	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
1d	Elect Director Shankh Mitra	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
1e	Elect Director Ade J. Patton	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
1f	Elect Director Diana W. Reid	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
1g	Elect Director Sergio D. Rivera	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
1h	Elect Director Johnese M. Spisso	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					

Welltower Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1i	Elect Director Kathryn M. Sullivan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.05 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. The compensation committee demonstrated adequate responsiveness to last year's low say-on-pay vote result in light of meaningful changes effective for FY24, including a reduction in the maximum equity vesting opportunity and commitments related to the use of off-cycle awards. In addition, pay and performance were reasonably aligned for the year in review. The annual incentive was largely based on pre-set objective measures, and over half of equity awards were based on multi-year goals.</i>				
4	Amend Certificate of Incorporation to Limit the Liability of Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i>				
5	Increase Authorized Common Stock	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that the size of the proposed increase in the number of authorized shares of common stock is considered reasonable.</i>				

WESCO International, Inc.

Meeting Date: 05/23/2024 **Country:** USA **Ticker:** WCC
Record Date: 03/28/2024 **Meeting Type:** Annual
Primary Security ID: 95082P105

Shares Voted: 713

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director John J. Engel	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members James Singleton, Anne Cooney, Bobby Griffin, Steven (Steve) Raymund, and Easwaran (Eash) Sundaram for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
1.2	Elect Director Glynis A. Bryan	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members James Singleton, Anne Cooney, Bobby Griffin, Steven (Steve) Raymund, and Easwaran (Eash) Sundaram for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
1.3	Elect Director Anne M. Cooney	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members James Singleton, Anne Cooney, Bobby Griffin, Steven (Steve) Raymund, and Easwaran (Eash) Sundaram for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				

WESCO International, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.4	Elect Director Matthew J. Espe	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members James Singleton, Anne Cooney, Bobby Griffin, Steven (Steve) Raymund, and Easwaran (Eash) Sundaram for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
1.5	Elect Director Bobby J. Griffin	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members James Singleton, Anne Cooney, Bobby Griffin, Steven (Steve) Raymund, and Easwaran (Eash) Sundaram for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
1.6	Elect Director Sundaram "Naga" Nagarajan	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members James Singleton, Anne Cooney, Bobby Griffin, Steven (Steve) Raymund, and Easwaran (Eash) Sundaram for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
1.7	Elect Director Steven A. Raymund	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members James Singleton, Anne Cooney, Bobby Griffin, Steven (Steve) Raymund, and Easwaran (Eash) Sundaram for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
1.8	Elect Director James L. Singleton	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members James Singleton, Anne Cooney, Bobby Griffin, Steven (Steve) Raymund, and Easwaran (Eash) Sundaram for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
1.9	Elect Director Easwaran Sundaram	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members James Singleton, Anne Cooney, Bobby Griffin, Steven (Steve) Raymund, and Easwaran (Eash) Sundaram for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
1.10	Elect Director Laura K. Thompson	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members James Singleton, Anne Cooney, Bobby Griffin, Steven (Steve) Raymund, and Easwaran (Eash) Sundaram for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; and * The company maintains an auto-accelerated equity vesting change-in-control provision.</i>				
3	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i>				
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 8.22 percent of the fees paid to the auditor are for non-audit purposes.</i>				

AIA Group Limited

Meeting Date: 05/24/2024

Country: Hong Kong

Ticker: 1299

Record Date: 05/20/2024

Meeting Type: Annual

Primary Security ID: Y002A1105

Shares Voted: 134,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR this resolution is warranted.</i>				
2	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine dividend proposal.</i>				
3	Elect Lee Yuan Siong as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted.</i>				
4	Elect Chung-Kong Chow as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted.</i>				
5	Elect John Barrie Harrison as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted.</i>				
6	Elect Cesar Velasquez Purisima as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted.</i>				
7	Elect Mari Elka Pangestu as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted.</i>				
8	Elect Ong Chong Tee as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted.</i>				
9	Elect Nor Shamsiah Mohd Yunus as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted.</i>				
10	Approve PricewaterhouseCoopers as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the audit firm, its remuneration, and the way the audit was conducted.</i>				
11A	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the general share issuance mandate is warranted for the following: * The share issuance limit does not exceed 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has specified a discount limit which is 10 percent for issuance for cash and non-cash consideration.</i>				

AIA Group Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
11B	Authorize Repurchase of Issued Share Capital	Mgmt	For	For	For

Voting Policy Rationale: A vote FOR this resolution is warranted given the absence of any known issues concerning the proposed share repurchase.

Amundi SA

Meeting Date: 05/24/2024 **Country:** France **Ticker:** AMUN
Record Date: 05/22/2024 **Meeting Type:** Annual
Primary Security ID: F0300Q103

Shares Voted: 2,017

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Ordinary Business	Mgmt			
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.</i>				
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.</i>				
3	Approve Allocation of Income and Dividends of EUR 4.10 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted because the proposed payout ratio is adequate without being excessive.</i>				
4	Approve Transaction with Credit Agricole SA Re: Group TVA	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted based on the information disclosed in the auditors' special report.</i>				
5	Approve Compensation Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>				
6	Approve Compensation of Yves Perrier, Chairman of the Board From January 1, 2023 To May 12, 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>				
7	Approve Compensation of Philippe Brassac, Chairman of the Board Since May 12, 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8	Approve Compensation of Valerie Baudson, CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these remuneration reports are warranted although the following concerns are raised: * The bonus structure would allow for a compensatory effect between performance criteria. * Some of the criteria attached to the deferred bonus lack stringency. The main reason for support is: * There are no other concerns.</i>				
9	Approve Compensation of Nicolas Calcoen, Vice-CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these remuneration reports are warranted although the following concerns are raised: * The bonus structure would allow for a compensatory effect between performance criteria. * Some of the criteria attached to the deferred bonus lack stringency. The main reason for support is: * There are no other concerns.</i>				
10	Approve Remuneration Policy of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these remuneration policies are warranted because they do not raise any significant concern.</i>				
11	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these remuneration policies are warranted because they do not raise any significant concern.</i>				
12	Approve Remuneration Policy of CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted although the following concerns are raised: * The vesting scale is not disclosed for the entirety of the deferred bonus. * The severance package is not fully subject to performance conditions. The main reasons for support are: * There are no other concerns.</i>				
13	Approve Remuneration Policy of Vice-CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted although the following concerns are raised: * The vesting scale is not disclosed for the entirety of the deferred bonus. * The severance package is not fully subject to performance conditions. The main reasons for support are: * There are no other concerns.</i>				
14	Approve the Aggregate Remuneration Granted in 2023 to Certain Senior Management, Responsible Officers, and Risk-Takers (Advisory)	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>				
15	Ratify Appointment of Benedicte Chretien as Director Following Resignation of Yves Perrier	Mgmt	For	For	For
	<i>Voting Policy Rationale: * A vote FOR the (re)election of this independent nominee is warranted in the absence of specific concerns (Item 18). * Votes FOR the (re)elections of these non-independent nominees are warranted given the satisfactory level of board independence (38.5 percent vs 33.3 percent recommended) and the absence of specific concerns (Items 15-17, 19-21).</i>				
16	Ratify Appointment of Christine Grillet as Director Following Resignation of Christine Gandon	Mgmt	For	For	For
	<i>Voting Policy Rationale: * A vote FOR the (re)election of this independent nominee is warranted in the absence of specific concerns (Item 18). * Votes FOR the (re)elections of these non-independent nominees are warranted given the satisfactory level of board independence (38.5 percent vs 33.3 percent recommended) and the absence of specific concerns (Items 15-17, 19-21).</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
17	Ratify Appointment of Gerald Gregoire as Director Following Resignation of Michel Mathieu	Mgmt	For	For	For
	<i>Voting Policy Rationale: * A vote FOR the (re)election of this independent nominee is warranted in the absence of specific concerns (Item 18). * Votes FOR the (re)elections of these non-independent nominees are warranted given the satisfactory level of board independence (38.5 percent vs 33.3 percent recommended) and the absence of specific concerns (Items 15-17, 19-21).</i>				
18	Reelect Nathalie Wright as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: * A vote FOR the (re)election of this independent nominee is warranted in the absence of specific concerns (Item 18). * Votes FOR the (re)elections of these non-independent nominees are warranted given the satisfactory level of board independence (38.5 percent vs 33.3 percent recommended) and the absence of specific concerns (Items 15-17, 19-21).</i>				
19	Reelect Michele Guibert as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: * A vote FOR the (re)election of this independent nominee is warranted in the absence of specific concerns (Item 18). * Votes FOR the (re)elections of these non-independent nominees are warranted given the satisfactory level of board independence (38.5 percent vs 33.3 percent recommended) and the absence of specific concerns (Items 15-17, 19-21).</i>				
20	Reelect Patrice Gentie as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: * A vote FOR the (re)election of this independent nominee is warranted in the absence of specific concerns (Item 18). * Votes FOR the (re)elections of these non-independent nominees are warranted given the satisfactory level of board independence (38.5 percent vs 33.3 percent recommended) and the absence of specific concerns (Items 15-17, 19-21).</i>				
21	Reelect Gerald Gregoire as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: * A vote FOR the (re)election of this independent nominee is warranted in the absence of specific concerns (Item 18). * Votes FOR the (re)elections of these non-independent nominees are warranted given the satisfactory level of board independence (38.5 percent vs 33.3 percent recommended) and the absence of specific concerns (Items 15-17, 19-21).</i>				
22	Appoint MAZARS as Auditor for the Sustainability Reporting	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as they do not raise concerns.</i>				
23	Appoint PRICEWATERHOUSECOOPERS AUDIT as Auditor for the Sustainability Reporting	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as they do not raise concerns.</i>				
24	Approve Report on Progress of Company's Sustainability and Climate Transition Plan (Advisory)	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * The company does not provide a roadmap to align its portfolios with a 1.5°C trajectory by 2050 or sooner. * Near-term targets been not verified by the SBTi. * The strategy and 2025 targets appear underdeveloped considering the narrowed size of their scope. There is little to no improvement on climate-related disclosure.</i>				
25	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: Such share buyback programs merit a vote FOR.</i>				

Amundi SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
26	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this routine item is warranted.</i>					

China Resources Microelectronics Ltd.

Meeting Date: 05/24/2024 **Country:** Cayman Islands **Ticker:** 688396
Record Date: 05/20/2024 **Meeting Type:** Annual
Primary Security ID: G210B1103

Shares Voted: 6,766

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Report of the Board of Directors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
2	Approve Annual Report and Summary	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
3	Approve Profit Distribution	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because the proposed dividend payout is considered reasonable.</i>					
4	Approve Financial Statements	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
5	Approve Financial Budget Report	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					
6	Approve Investment Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					
7	Approve Appointment of Auditor	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					
8	Approve Related Party Transactions	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					

Helvetia Holding AG

Meeting Date: 05/24/2024 **Country:** Switzerland **Ticker:** HELN
Record Date: **Meeting Type:** Annual
Primary Security ID: H3701P102

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the annual accounts, annual report, and auditor's report for the fiscal year in review is warranted.</i>				
1.2	Approve Remuneration Report	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the remuneration report is warranted because: * There is insufficient ex-post disclosure to explain the specific performance achievements underlying variable payouts for the year. The application of the NIAT formula is unclear, while there is no indication of individual performance achievements, both of which have a 50 percent weighting. Moreover, performance under the modifier is described in vague terms. * There is no standalone long-term incentive component that measures performance over a multi-year period.</i>				
1.3	Approve Non-Financial Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the approval of the company's non-financial report is warranted due to a lack of significant concerns.</i>				
2	Approve Discharge of Board and Senior Management	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the formal discharge of the board of directors and senior management is warranted, as there is no evidence that the board and senior management have not fulfilled their fiduciary duties.</i>				
3	Approve Allocation of Income and Dividends of CHF 6.30 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i>				
4.1	Reelect Thomas Schmuckli as Director and Board Chair	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Hans Kuenzle, Gabriela Maria Payer, Andreas von Planta, and Regula Wallimann is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.2.1	Reelect Hans Kuenzle as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Hans Kuenzle, Gabriela Maria Payer, Andreas von Planta, and Regula Wallimann is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.2.2	Reelect Rene Cotting as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Hans Kuenzle, Gabriela Maria Payer, Andreas von Planta, and Regula Wallimann is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.2.3	Reelect Beat Fellmann as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Hans Kuenzle, Gabriela Maria Payer, Andreas von Planta, and Regula Wallimann is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.2.4	Reelect Ivo Furrer as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Hans Kuenzle, Gabriela Maria Payer, Andreas von Planta, and Regula Wallimann is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.2.5	Reelect Luigi Lubelli as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Hans Kuenzle, Gabriela Maria Payer, Andreas von Planta, and Regula Wallimann is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.2.6	Reelect Gabriela Payer as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Hans Kuenzle, Gabriela Maria Payer, Andreas von Planta, and Regula Wallimann is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.2.7	Reelect Andreas von Planta as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Hans Kuenzle, Gabriela Maria Payer, Andreas von Planta, and Regula Wallimann is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.2.8	Reelect Regula Wallimann as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Hans Kuenzle, Gabriela Maria Payer, Andreas von Planta, and Regula Wallimann is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.2.9	Reelect Yvonne Macus as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Hans Kuenzle, Gabriela Maria Payer, Andreas von Planta, and Regula Wallimann is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.3.1	Reappoint Hans Kuenzle as Member of the Nomination and Compensation Committee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Hans Kuenzle, Gabriela Maria Payer, Andreas von Planta, and Regula Wallimann is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.3.2	Reappoint Gabriela Payer as Member of the Nomination and Compensation Committee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Hans Kuenzle, Gabriela Maria Payer, Andreas von Planta, and Regula Wallimann is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.3.3	Reappoint Andreas von Planta as Member of the Nomination and Compensation Committee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Hans Kuenzle, Gabriela Maria Payer, Andreas von Planta, and Regula Wallimann is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.3.4	Reappoint Regula Wallimann as Member of the Nomination and Compensation Committee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Hans Kuenzle, Gabriela Maria Payer, Andreas von Planta, and Regula Wallimann is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
5.1	Approve Fixed Remuneration of Directors in the Amount of CHF 3.3 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount is in line with market practice.</i>				

Helvetia Holding AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5.2	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 8.3 Million	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these items are warranted because the proposals appear to be in line with market practice and do not raise significant concerns.</i>					
5.3	Approve Variable Remuneration of Executive Committee in the Amount of CHF 5.9 Million	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these items are warranted because the proposals appear to be in line with market practice and do not raise significant concerns.</i>					
6	Designate Advokatur & Notariat Bachmann as Independent Proxy	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concerns.</i>					
7	Ratify KPMG AG as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>					
8	Transact Other Business (Voting)	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted because: * This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and * The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.</i>					

Intertek Group Plc

Meeting Date: 05/24/2024 **Country:** United Kingdom **Ticker:** ITRK
Record Date: 05/22/2024 **Meeting Type:** Annual
Primary Security ID: G4911B108

Shares Voted: 606

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>					
2	Approve Remuneration Policy	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted, although it is not without concern because: * The CEO currently has a high pension contribution rate. The main reason for support is: * Consistent with previous communication, his pension rate is being reduced on a phased basis (from 30% of salary in 2020 to 5% in 2025) and is expected to be aligned with the wider UK workforce during this policy cycle.</i>					
3	Approve Remuneration Report	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution as no significant concerns have been identified.</i>					
4	Approve Final Dividend	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Elect Apurvi Sheth as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Andrew (Andy) Martin, Graham Allan, Gurnek Bains and Tamara Ingram is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
6	Re-elect Andrew Martin as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Andrew (Andy) Martin, Graham Allan, Gurnek Bains and Tamara Ingram is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
7	Re-elect Andre Lacroix as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Andrew (Andy) Martin, Graham Allan, Gurnek Bains and Tamara Ingram is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
8	Re-elect Colm Deasy as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Andrew (Andy) Martin, Graham Allan, Gurnek Bains and Tamara Ingram is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
9	Re-elect Graham Allan as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Andrew (Andy) Martin, Graham Allan, Gurnek Bains and Tamara Ingram is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
10	Re-elect Gurnek Bains as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Andrew (Andy) Martin, Graham Allan, Gurnek Bains and Tamara Ingram is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
11	Re-elect Lynda Clarizio as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Andrew (Andy) Martin, Graham Allan, Gurnek Bains and Tamara Ingram is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
12	Re-elect Tamara Ingram as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Andrew (Andy) Martin, Graham Allan, Gurnek Bains and Tamara Ingram is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
13	Re-elect Jez Maiden as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Andrew (Andy) Martin, Graham Allan, Gurnek Bains and Tamara Ingram is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
14	Re-elect Kawal Preet as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Andrew (Andy) Martin, Graham Allan, Gurnek Bains and Tamara Ingram is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				

Intertek Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
15	Re-elect Jean-Michel Valette as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Andrew (Andy) Martin, Graham Allan, Gurnek Bains and Tamara Ingram is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
16	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
17	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
18	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
19	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				
20	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
21	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
22	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				
23	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>				

NN Group NV

Meeting Date: 05/24/2024

Country: Netherlands

Ticker: NN

Record Date: 04/26/2024

Meeting Type: Annual

Primary Security ID: N64038107

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Annual Meeting Agenda	Mgmt			
	Open Meeting	Mgmt			
<i>Voting Policy Rationale: No vote is required for this item.</i>					
2	Receive Annual Report	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item</i>				
3	Discussion on Company's Corporate Governance Structure	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
4	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted as the proposed remuneration report is in line with market practice, regarding actual content and disclosure.</i>				
5.A	Adopt Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because of the absence of concern with the company's audit procedures or its auditors.</i>				
5.B	Receive Explanation on Company's Dividend Policy	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
5.C	Approve Dividends	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this dividend proposal is warranted because the proposed payout ratio is adequate without being excessive.</i>				
6.A	Approve Discharge of Executive Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because of the absence of any information about significant and compelling controversies that the management board and/or supervisory board are not fulfilling their fiduciary duties.</i>				
6.B	Approve Discharge of Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because of the absence of any information about significant and compelling controversies that the management board and/or supervisory board are not fulfilling their fiduciary duties.</i>				
7	Discuss Updated Profile of the Supervisory Board	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
8.A	Elect Robert Jenkins to Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these elections is warranted because: * The nominees are elected for a period not exceeding four years; * The candidates appear to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidates</i>				
8.B	Elect Koos Timmermans to Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these elections is warranted because: * The nominees are elected for a period not exceeding four years; * The candidates appear to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidates</i>				

NN Group NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
9.A	Adopt Remuneration Policy for the Executive Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted as the proposed amendment(s) as well as the overall structure of the remuneration policy are considered to be in line with market practice and no further concerns were identified.</i>				
9.B	Adopt Remuneration Policy for the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted, since there is no evidence of excessiveness on the part of the supervisory board regarding this remuneration proposal.</i>				
10	Grant Board Authority to Issue Shares in the Context of Issuing Contingent Convertible Securities	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted, although this is not without concern for shareholders: * If the Company were to issue Contingent Convertible Securities and a trigger event were to occur, causing them to convert into ordinary shares, this would result in significant dilution to non-participating shareholders. The main reasons for support are: * Such authorities for issuing convertible debt are common proposals at Dutch insurance companies and conversion into equity is only intended to apply in extreme circumstances only; and * The conversion into ordinary shares would require the Tier 1 capital ratio to fall to a level which would denote significant capital weakness well beyond the Company's current position and minimum regulatory requirements.</i>				
11.A1	Grant Board Authority to Issue Ordinary Shares Up To 10 Percent of Issued Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because it is in line with commonly used safeguards regarding volume and duration.</i>				
11.A2	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because it is in line with commonly used safeguards regarding volume and duration.</i>				
11.B	Grant Board Authority to Issue Shares Up To 20 Percent of Issued Capital in Connection with a Rights Issue	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because it is in line with commonly used safeguards regarding volume and duration.</i>				
12	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because: * This proposal is in line with commonly used safeguards regarding volume and pricing; * The authorization would allow NN Group to repurchase up to 10.00 percent of the issued share capital; and * The authorization would allow the company to repurchase shares for less or up to 110 percent of the share price prior to the repurchase.</i>				
13	Approve Reduction in Share Capital through Cancellation of Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the cancellation of shares is in shareholders' interests.</i>				
14	Close Meeting	Mgmt			
	<i>Voting Policy Rationale: No vote is required for this item.</i>				

Quanta Services, Inc.

Meeting Date: 05/24/2024

Country: USA

Ticker: PWR

Record Date: 04/01/2024

Meeting Type: Annual

Primary Security ID: 74762E102

Shares Voted: 8,364

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Earl C. (Duke) Austin, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Rowe and Martha Wyrsh is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Warner L. Baxter	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Rowe and Martha Wyrsh is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Doyle N. Beneby	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Rowe and Martha Wyrsh is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Vincent D. Foster	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Rowe and Martha Wyrsh is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Bernard Fried	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Rowe and Martha Wyrsh is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Worthing F. Jackman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Rowe and Martha Wyrsh is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Holli C. Ladhani	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Rowe and Martha Wyrsh is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Jo-ann dePass Olsovsky	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Rowe and Martha Wyrsh is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director R. Scott Rowe	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Rowe and Martha Wyrsh is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.10	Elect Director Raul J. Valentin	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Rowe and Martha Wyrsh is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.11	Elect Director Martha B. Wyrsh	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Rowe and Martha Wyrsh is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Quanta Services, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time. Annual and long-term incentives are primarily based on pre-set financial metrics, and PSUs utilize a multi-year performance period with forward-looking targets disclosed.</i></p>					
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.24 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
4	Amend Certificate of Incorporation to Provide for the Exculpation of Officers	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by the Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i></p>					

Southern Copper Corporation

Meeting Date: 05/24/2024 **Country:** USA **Ticker:** SCCO
Record Date: 03/28/2024 **Meeting Type:** Annual
Primary Security ID: 84265V105

Shares Voted: 5,353

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director German Larrea Mota-Velasco	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Leonardo Contreras Lerdo de Tejada, Luis Miguel Palomino Bonilla and Carlos Ruiz Sacristan for lack of diversity on the board. WITHHOLD votes are warranted for German Larrea Mota-Velasco, Oscar Gonzalez Rocha, and Leonardo Contreras Lerdo de Tejada for serving as non-independent members of certain key board committees. A vote FOR the remaining director nominees is warranted.</i></p>					
1.2	Elect Director Oscar Gonzalez Rocha	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Leonardo Contreras Lerdo de Tejada, Luis Miguel Palomino Bonilla and Carlos Ruiz Sacristan for lack of diversity on the board. WITHHOLD votes are warranted for German Larrea Mota-Velasco, Oscar Gonzalez Rocha, and Leonardo Contreras Lerdo de Tejada for serving as non-independent members of certain key board committees. A vote FOR the remaining director nominees is warranted.</i></p>					
1.3	Elect Director Vicente Ariztegui Andreve	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Leonardo Contreras Lerdo de Tejada, Luis Miguel Palomino Bonilla and Carlos Ruiz Sacristan for lack of diversity on the board. WITHHOLD votes are warranted for German Larrea Mota-Velasco, Oscar Gonzalez Rocha, and Leonardo Contreras Lerdo de Tejada for serving as non-independent members of certain key board committees. A vote FOR the remaining director nominees is warranted.</i></p>					
1.4	Elect Director Javier Arrigunaga	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Leonardo Contreras Lerdo de Tejada, Luis Miguel Palomino Bonilla and Carlos Ruiz Sacristan for lack of diversity on the board. WITHHOLD votes are warranted for German Larrea Mota-Velasco, Oscar Gonzalez Rocha, and Leonardo Contreras Lerdo de Tejada for serving as non-independent members of certain key board committees. A vote FOR the remaining director nominees is warranted.</i></p>					

Southern Copper Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.5	Elect Director Enrique Castillo Sanchez Mejorada	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Leonardo Contreras Lerdo de Tejada, Luis Miguel Palomino Bonilla and Carlos Ruiz Sacristan for lack of diversity on the board. WITHHOLD votes are warranted for German Larrea Mota-Velasco, Oscar Gonzalez Rocha, and Leonardo Contreras Lerdo de Tejada for serving as non-independent members of certain key board committees. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Leonardo Contreras Lerdo de Tejada	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Leonardo Contreras Lerdo de Tejada, Luis Miguel Palomino Bonilla and Carlos Ruiz Sacristan for lack of diversity on the board. WITHHOLD votes are warranted for German Larrea Mota-Velasco, Oscar Gonzalez Rocha, and Leonardo Contreras Lerdo de Tejada for serving as non-independent members of certain key board committees. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Luis Miguel Palomino Bonilla	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Leonardo Contreras Lerdo de Tejada, Luis Miguel Palomino Bonilla and Carlos Ruiz Sacristan for lack of diversity on the board. WITHHOLD votes are warranted for German Larrea Mota-Velasco, Oscar Gonzalez Rocha, and Leonardo Contreras Lerdo de Tejada for serving as non-independent members of certain key board committees. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Gilberto Perezalonso Cifuentes	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Leonardo Contreras Lerdo de Tejada, Luis Miguel Palomino Bonilla and Carlos Ruiz Sacristan for lack of diversity on the board. WITHHOLD votes are warranted for German Larrea Mota-Velasco, Oscar Gonzalez Rocha, and Leonardo Contreras Lerdo de Tejada for serving as non-independent members of certain key board committees. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director Carlos Ruiz Sacristan	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Leonardo Contreras Lerdo de Tejada, Luis Miguel Palomino Bonilla and Carlos Ruiz Sacristan for lack of diversity on the board. WITHHOLD votes are warranted for German Larrea Mota-Velasco, Oscar Gonzalez Rocha, and Leonardo Contreras Lerdo de Tejada for serving as non-independent members of certain key board committees. A vote FOR the remaining director nominees is warranted.</i>				
1.10	Elect Director Jose Pedro Valenzuela Rionda	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Leonardo Contreras Lerdo de Tejada, Luis Miguel Palomino Bonilla and Carlos Ruiz Sacristan for lack of diversity on the board. WITHHOLD votes are warranted for German Larrea Mota-Velasco, Oscar Gonzalez Rocha, and Leonardo Contreras Lerdo de Tejada for serving as non-independent members of certain key board committees. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Galaz, Yamazaki, Ruiz Urquiza S.C. as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 10.13 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i>				

Wiyynn Corp.

Meeting Date: 05/24/2024

Country: Taiwan

Ticker: 6669

Record Date: 03/25/2024

Meeting Type: Annual

Primary Security ID: Y9673D101

Shares Voted: 4,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Business Report and Financial Statements	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for this routine resolution because no concerns have been identified.</i>					
2	Approve Plan on Profit Distribution	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because the proposed payout is considered reasonable.</i>					
3	Approve Issuance of New Common Shares to Participate in the Issuance of Global Depository Receipt and/or Issuance of New Shares through Public Offering and/or Private Placement and/or Issuance of GDR through Private Placement	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because the company has well demonstrated its needs for funds.</i>					

MediaTek, Inc.

Meeting Date: 05/27/2024

Country: Taiwan

Ticker: 2454

Record Date: 03/28/2024

Meeting Type: Annual

Primary Security ID: Y5945U103

Shares Voted: 14,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Business Report and Financial Statements	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for this routine resolution because no concerns have been identified.</i>					
2	Approve Profit Distribution	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because the proposed payout is considered reasonable.</i>					
3	Approve Issuance of Restricted Stocks	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because: * the proposed scheme has a reasonable vesting period and contains reasonable criteria for the selection of eligible employees; * the company has provided detailed disclosure of the performance hurdles to be applied.</i>					
	ELECT NON-INDEPENDENT DIRECTORS AND INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt			
4.1	Elect Ming-Kai Tsai with SHAREHOLDER NO.1 as Non-independent Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>					

MediaTek, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.2	Elect Rick Tsai with SHAREHOLDER NO.374487 as Non-independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
4.3	Elect Joe Chen with SHAREHOLDER NO.157 as Non-independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
4.4	Elect Cheng-Yaw Sun with SHAREHOLDER NO.109274 as Non-independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
4.5	Elect Chung-Yu Wu with SHAREHOLDER NO.1512 as Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
4.6	Elect Peng-Heng Chang with SHAREHOLDER NO.A102501XXX as Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
4.7	Elect Syaru Shirley Lin with SHAREHOLDER NO.A222291XXX as Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
4.8	Elect Yao-Wen Chang with SHAREHOLDER NO.Q121127XXX as Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
5	Approve Release of Restrictions of Competitive Activities of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because sufficient details have been provided regarding the proposal and no significant concern relating to outside board positions has been identified.</i>				

BayCurrent Consulting, Inc.

Meeting Date: 05/28/2024

Country: Japan

Ticker: 6532

Record Date: 02/29/2024

Meeting Type: Annual

Primary Security ID: J0433F103

BayCurrent Consulting, Inc.

Shares Voted: 700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Adoption of Holding Company Structure and Transfer of Operations to Wholly Owned Subsidiaries	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this transaction is warranted because: * No change to the overall ownership of the company is proposed.</i>				
2	Amend Articles to Change Company Name - Amend Business Lines	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns resulting from the change to the articles.</i>				
3.1	Elect Director Abe, Yoshiyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.2	Elect Director Ikehira, Kentaro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.3	Elect Director Nakamura, Kosuke	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.4	Elect Director Shoji, Toshimune	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.5	Elect Director Sato, Shintaro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Celsius Holdings, Inc.

Meeting Date: 05/28/2024

Country: USA

Ticker: CELH

Record Date: 04/01/2024

Meeting Type: Annual

Primary Security ID: 15118V207

Shares Voted: 770

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Nicholas Castaldo	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST Audit Committee members Caroline Levy, Cheryl Miller, and Joyce Russell is warranted given the persistence of material weaknesses in the company's internal controls in consecutive years. A vote AGAINST incumbent nominating committee members Nicholas Castaldo, Damon DeSantis, James (Jim) Lee, Caroline Levy and Cheryl Miller is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Damon DeSantis	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST Audit Committee members Caroline Levy, Cheryl Miller, and Joyce Russell is warranted given the persistence of material weaknesses in the company's internal controls in consecutive years. A vote AGAINST incumbent nominating committee members Nicholas Castaldo, Damon DeSantis, James (Jim) Lee, Caroline Levy and Cheryl Miller is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Celsius Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Director John Fieldly	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST Audit Committee members Caroline Levy, Cheryl Miller, and Joyce Russell is warranted given the persistence of material weaknesses in the company's internal controls in consecutive years. A vote AGAINST incumbent nominating committee members Nicholas Castaldo, Damon DeSantis, James (Jim) Lee, Caroline Levy and Cheryl Miller is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Hal Kravitz	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST Audit Committee members Caroline Levy, Cheryl Miller, and Joyce Russell is warranted given the persistence of material weaknesses in the company's internal controls in consecutive years. A vote AGAINST incumbent nominating committee members Nicholas Castaldo, Damon DeSantis, James (Jim) Lee, Caroline Levy and Cheryl Miller is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Jim Lee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST Audit Committee members Caroline Levy, Cheryl Miller, and Joyce Russell is warranted given the persistence of material weaknesses in the company's internal controls in consecutive years. A vote AGAINST incumbent nominating committee members Nicholas Castaldo, Damon DeSantis, James (Jim) Lee, Caroline Levy and Cheryl Miller is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Caroline Levy	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST Audit Committee members Caroline Levy, Cheryl Miller, and Joyce Russell is warranted given the persistence of material weaknesses in the company's internal controls in consecutive years. A vote AGAINST incumbent nominating committee members Nicholas Castaldo, Damon DeSantis, James (Jim) Lee, Caroline Levy and Cheryl Miller is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Cheryl Miller	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST Audit Committee members Caroline Levy, Cheryl Miller, and Joyce Russell is warranted given the persistence of material weaknesses in the company's internal controls in consecutive years. A vote AGAINST incumbent nominating committee members Nicholas Castaldo, Damon DeSantis, James (Jim) Lee, Caroline Levy and Cheryl Miller is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Joyce Russell	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST Audit Committee members Caroline Levy, Cheryl Miller, and Joyce Russell is warranted given the persistence of material weaknesses in the company's internal controls in consecutive years. A vote AGAINST incumbent nominating committee members Nicholas Castaldo, Damon DeSantis, James (Jim) Lee, Caroline Levy and Cheryl Miller is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.64 percent of the fees paid to the auditor are for non-audit purposes.</i>				

EXOR NV

Meeting Date: 05/28/2024

Country: Netherlands

Ticker: EXO

Record Date: 04/30/2024

Meeting Type: Annual

Primary Security ID: N3140A107

Shares Voted: 840

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

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.a	Receive Board Report (Non-Voting)	Mgmt			
<i>Voting Policy Rationale: No vote is required for this item.</i>					
2.b	Discussion on Company's Corporate Governance Structure	Mgmt			
<i>Voting Policy Rationale: This is a non-voting item.</i>					
2.c	Approve Remuneration Report	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted because the CEO John Elkann also receives remuneration for his executive roles on EXOR investee companies Stellantis and Ferrari, raising further questions on the adequateness of a remuneration package at EXOR that is in line with fully operating companies. Furthermore, we raise serious concerns regarding the excessive one-off awards to non-executive directors.</i>					
2.d	Adopt Financial Statements and Statutory Reports	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because of the absence of concern with the company's audit procedures or its auditors.</i>					
2.e	Receive Explanation on Company's Dividend Policy	Mgmt			
<i>Voting Policy Rationale: This is a non-voting item.</i>					
2.f	Approve Dividends	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the dividend proposal is warranted. Although the company proposes to grant less than 30 percent of the earnings per share, the company gives adequate explanation why this is consistent with the company's dividend policy.</i>					
3.a	Ratify Deloitte Accountants B.V. as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>					
3.b	Amend Remuneration Policy	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted because the proposed remuneration policy is below par in relation to market standards, particularly with regard to the board chair fee, the exceptional awards for the chair of the board, and the structure of the LTIP. Furthermore, the exceptional award has no cap and associated conditions to the grant of the award, which may lead to a concerning grant of discretionary awards.</i>					
3.c	Approve Amended LTI Plan	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this item is warranted because in line with the recommendation under Item 3b and 2c concerns are raised with regard to the potential quantum of the annual award and lacking disclosure of performance targets for the PSU awards. Furthermore, the plan allows for accelerated vesting in case of change-in-control.</i>					
4.a	Approve Discharge of Executive Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because of the absence of any information about significant and compelling controversies that the board is not fulfilling its fiduciary duties.</i>					
4.b	Approve Discharge of Non-Executive Directors	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST the discharge of the board is warranted because Tiberto Brandolini d'Adda, Ginevra Elkann, and Alessandro Nasi are designated shareholder representatives of Giovanni Agnelli B.V. (Agnelli Family), the beneficiary of the company's unequal voting structure. Since the discharge resolution is currently bundled, it does not allow shareholders to target individuals primarily responsible for, or benefiting from, the unequal vote structure.</i>					

EXOR NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5.a	Authorize Repurchase of Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because: * This proposal is in line with commonly used safeguards regarding volume and pricing; * The authorization would allow EXOR to repurchase up to 10.00 percent of the issued share capital; and * The authorization would allow the company to repurchase shares for less or up to 110 percent of the share price prior to the repurchase.</i>				
5.b	Approve Cancellation of Repurchased Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the cancellation of shares is in shareholders' interests.</i>				
6	Close Meeting	Mgmt			
	<i>Voting Policy Rationale: No vote is required for this item.</i>				

Ipsen SA

Meeting Date: 05/28/2024

Country: France

Ticker: IPN

Record Date: 05/24/2024

Meeting Type: Annual/Special

Primary Security ID: F5362H107

Shares Voted: 835

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Ordinary Business	Mgmt			
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns</i>				
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns</i>				
3	Approve Allocation of Income and Dividends of EUR 1.20 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted because it does not raise concerns.</i>				
4	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because the information disclosed in the auditors' special report does not raise any concerns.</i>				
5	Appoint PricewaterhouseCoopers Audit as Auditor for the Sustainability Reporting	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Reelect BEECH TREE S.A. as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: * A vote FOR the reelection of this independent nominee is warranted in the absence of specific concerns (Item 8). * Votes AGAINST the (re)elections of these non-independent nominees are warranted given the lack of independence at the board level (28.6 percent vs 33.3 percent recommended) (Items 6 and 7). * The reelection of Philippe Bonhomme representing Beech Tree (Item 6) does not warrant support as the company has an unequal vote structure with a distortion between voting and economic power exceeding 10 percentage points</i>				
7	Reelect Carol Xueref as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: * A vote FOR the reelection of this independent nominee is warranted in the absence of specific concerns (Item 8). * Votes AGAINST the (re)elections of these non-independent nominees are warranted given the lack of independence at the board level (28.6 percent vs 33.3 percent recommended) (Items 6 and 7). * The reelection of Philippe Bonhomme representing Beech Tree (Item 6) does not warrant support as the company has an unequal vote structure with a distortion between voting and economic power exceeding 10 percentage points</i>				
8	Ratify Appointment of Pascal Touchon as Director Following Resignation of Paul Sekhri	Mgmt	For	For	For
	<i>Voting Policy Rationale: * A vote FOR the reelection of this independent nominee is warranted in the absence of specific concerns (Item 8). * Votes AGAINST the (re)elections of these non-independent nominees are warranted given the lack of independence at the board level (28.6 percent vs 33.3 percent recommended) (Items 6 and 7). * The reelection of Philippe Bonhomme representing Beech Tree (Item 6) does not warrant support as the company has an unequal vote structure with a distortion between voting and economic power exceeding 10 percentage points</i>				
9	Approve Remuneration Policy of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted because it does not raise any significant concern.</i>				
10	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted because it does not raise any significant concern.</i>				
11	Approve Remuneration Policy of CEO and Executive Corporate Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted although the following concerns are raised: * The disclosure of LTIP performance conditions is limited which induces an uncertainty about the level of the max LTI. * The circumstances allowing an exceptional remuneration are vague. The main reason for support is: * There are no other concerns.</i>				
12	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>				
13	Approve Compensation of Marc de Garidel, Chairman of the Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>				
14	Approve Compensation of David Loew, CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted although the following concern is raised: * The level of disclosure surrounding the LTIPs' performance conditions is limited. The main reason for support is: * There are no other concerns.</i>				
15	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: Such share buyback programs merit a vote FOR.</i>				
	Extraordinary Business	Mgmt			

Ipsen SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
16	Authorize up to 3 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this resolution is warranted because: * Limited information is available on the existence of performance conditions. * The performance period is not disclosed. * The vesting period is considered short term oriented except for executive corporate officers</i></p>					
	Ordinary Business	Mgmt			
17	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this routine item is warranted.</i></p>					

Merck & Co., Inc.

Meeting Date: 05/28/2024 **Country:** USA **Ticker:** MRK
Record Date: 04/01/2024 **Meeting Type:** Annual
Primary Security ID: 58933Y105

Shares Voted: 29,260

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Douglas M. Baker, Jr.	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Glocer, Douglas Baker Jr., Pamela Craig, Patricia Russo, Inge Thulin, and Kathy Warden is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Mary Ellen Coe	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Glocer, Douglas Baker Jr., Pamela Craig, Patricia Russo, Inge Thulin, and Kathy Warden is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director Pamela J. Craig	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Glocer, Douglas Baker Jr., Pamela Craig, Patricia Russo, Inge Thulin, and Kathy Warden is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1d	Elect Director Robert M. Davis	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Glocer, Douglas Baker Jr., Pamela Craig, Patricia Russo, Inge Thulin, and Kathy Warden is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1e	Elect Director Thomas H. Glocer	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Glocer, Douglas Baker Jr., Pamela Craig, Patricia Russo, Inge Thulin, and Kathy Warden is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1f	Elect Director Risa J. Lavizzo-Mourey	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Glocer, Douglas Baker Jr., Pamela Craig, Patricia Russo, Inge Thulin, and Kathy Warden is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

Merck & Co., Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1g	Elect Director Stephen L. Mayo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Glocer, Douglas Baker Jr., Pamela Craig, Patricia Russo, Inge Thulin, and Kathy Warden is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Paul B. Rothman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Glocer, Douglas Baker Jr., Pamela Craig, Patricia Russo, Inge Thulin, and Kathy Warden is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Patricia F. Russo	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Glocer, Douglas Baker Jr., Pamela Craig, Patricia Russo, Inge Thulin, and Kathy Warden is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Christine E. Seidman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Glocer, Douglas Baker Jr., Pamela Craig, Patricia Russo, Inge Thulin, and Kathy Warden is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Inge G. Thulin	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Glocer, Douglas Baker Jr., Pamela Craig, Patricia Russo, Inge Thulin, and Kathy Warden is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director Kathy J. Warden	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Glocer, Douglas Baker Jr., Pamela Craig, Patricia Russo, Inge Thulin, and Kathy Warden is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as pay and performance are reasonably aligned at this time. Although there are certain disclosure concerns with respect to STI program, the STI is primarily based on pre-set, objective measures. Additionally, the LTI is predominantly performance-conditioned with a multi-year measurement period.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 5.93 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Provide Right to Act by Written Consent	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that the ability to act by written consent would enhance shareholder rights.</i>				
5	Disclose a Government Censorship Transparency Report	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted, because: * the company provides disclosure of its commitment to transparency; * the company has not engaged in unconstitutional censorship; and * the proponent is conflating efforts to combat misinformation with unconstitutional censorship.</i>				
6	Report on Civil Rights and Non-Discrimination Audit	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted as Merck appears to be taking appropriate measures to address the risk of discrimination against employees based on religion or political views.</i>				

Nuvoton Technology Corp.

Meeting Date: 05/28/2024

Country: Taiwan

Ticker: 4919

Record Date: 03/29/2024

Meeting Type: Annual

Primary Security ID: Y6409N106

Shares Voted: 1,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Business Report and Financial Statements	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for this routine resolution because no concerns have been identified.</i>					
2	Approve Plan on Profit Distribution	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because the proposed payout is considered reasonable.</i>					
3	Approve Release of Restrictions of Competitive Activities of a Representative of WINBOND ELECTRONICS CORPORATION	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because sufficient details have been provided regarding the proposal and no significant concern relating to outside board positions has been identified.</i>					
4	Approve Release of Restrictions of Competitive Activities of a Representative of CHIN XIN INVESTMENT CO., LTD	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because sufficient details have been provided regarding the proposal and no significant concern relating to outside board positions has been identified.</i>					
5	Approve Release of Restrictions of Competitive Activities of Director JEN LIEH LIN, a Representative of CHIN XIN INVESTMENT CO., LTD	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because sufficient details have been provided regarding the proposal and no significant concern relating to outside board positions has been identified.</i>					
6	Approve Release of Restrictions of Competitive Activities of Director CHI LIN WEA	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because sufficient details have been provided regarding the proposal and no significant concern relating to outside board positions has been identified.</i>					
7	Approve Release of Restrictions of Competitive Activities of Director ROYCE YU CHUN HONG	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because sufficient details have been provided regarding the proposal and no significant concern relating to outside board positions has been identified.</i>					
8	Approve Release of Restrictions of Competitive Activities of Director LIANG CHI CHEN	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because sufficient details have been provided regarding the proposal and no significant concern relating to outside board positions has been identified.</i>					

Nuvoton Technology Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
9	Approve Release of Restrictions of Competitive Activities of Independent Director PAO SHENG WEI	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is warranted because sufficient details have been provided regarding the proposal and no significant concern relating to outside board positions has been identified.</i></p>					
10	Approve Release of Restrictions of Competitive Activities of Independent Director DAVID SHU CHYUAN TU	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is warranted because sufficient details have been provided regarding the proposal and no significant concern relating to outside board positions has been identified.</i></p>					

Shandong Weigao Group Medical Polymer Company Limited

Meeting Date: 05/28/2024 **Country:** China **Ticker:** 1066
Record Date: 05/21/2024 **Meeting Type:** Annual
Primary Security ID: Y76810103

Shares Voted: 52,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Audited Consolidated Financial Statements	Mgmt	For	For	For
<p><i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i></p>					
2	Approve Report of the Board of Directors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i></p>					
3	Approve Report of the Supervisory Committee	Mgmt	For	For	For
<p><i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i></p>					
4	Approve Final Dividend	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine dividend proposal.</i></p>					
5	Approve of Deloitte Touche Tohmatsu as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the audit firm, its remuneration, and the way the audit was conducted.</i></p>					
6	Elect Cong Rinan as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i></p>					

Shandong Weigao Group Medical Polymer Company Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Elect Tang Zhengpeng as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>				
8	Elect Chen Lin as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>				
9	Elect Wang Daoming as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>				
10	Elect Yan Xia as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>				
11	Elect Sun Heng as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>				
12	Elect Gu Meijun as Supervisor	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues relating to the election of Gu Meijun, a vote FOR his election is warranted.</i>				
13	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: Director fees at Hong Kong-listed companies are usually reasonable. In the absence of known concerns over director remuneration at the company, a vote FOR this proposal is warranted.</i>				
14	Approve Grant of General Mandate to Allot and Issue New H Shares and Non-Listed Domestic Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted for the following: * The aggregate share issuance limit is 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has specified a discount limit which is 10 percent for issuance for cash and non-cash consideration.</i>				
15	Approve Grant of General Mandate to Repurchase H Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted given the absence of any known issues concerning the proposed H share repurchase.</i>				
16	Amend Existing Articles of Association and Adopt New Articles of Association	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted give the following: * The proposed amendments would remove the special procedures for the voting by class shareholders. While the current Articles include provisions related to class meetings, such provisions were never fully implemented as domestic shares do not exercise voting rights and the company's outstanding shares are predominantly H shares. In addition, the proposed amendments would allow the holders of non-listed shares of the company to convert such shares into overseas listed foreign invested shares and be traded and listed overseas. * The proposed amendments will bring the company's constitution in line with the relevant rules and laws that govern the company.</i>				

Sungrow Power Supply Co., Ltd.

Meeting Date: 05/28/2024

Country: China

Ticker: 300274

Record Date: 05/21/2024

Meeting Type: Annual

Primary Security ID: Y8211M102

Shares Voted: 13,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Report of the Board of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
2	Approve Report of the Board of Supervisors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
3	Approve Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
4	Approve Profit Distribution and Capitalization of Capital Reserves	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the proposed dividend payout is considered reasonable.</i>				
5	Approve Annual Report and Summary	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
6	Approve Provision of Guarantees	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
7	Approve Foreign Exchange Hedging Business	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this routine item is merited because the use of financial derivatives is for hedging purpose only.</i>				
8	Approve Issuing of Letter of Guarantee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because the level of guarantee to be provided to some of its subsidiaries is disproportionate to the level of ownership in the said subsidiaries. The company has failed to provide valid justifications in the meeting circular.</i>				
9	Approve to Appoint Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
10	Approve Remuneration of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
11	Approve Remuneration of Supervisors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
	AMEND ARTICLES OF ASSOCIATION AND OTHER RELATED SYSTEMS	Mgmt			

Sungrow Power Supply Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
12.1	Approve Amendments to Articles of Association	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted because the amendment might hinder the independent director's authority to oversee the board and company operation.</i>					
12.2	Amend Rules and Procedures Regarding General Meetings of Shareholders	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted given the company has not specified the details and the provisions covered under the proposed amendments.</i>					
12.3	Amend Rules and Procedures Regarding Meetings of Board of Directors	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted given the company has not specified the details and the provisions covered under the proposed amendments.</i>					
12.4	Amend Rules and Procedures Regarding Meetings of Board of Supervisors	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted given the company has not specified the details and the provisions covered under the proposed amendments.</i>					
12.5	Amend Working System for Independent Directors	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted given the company has not specified the details and the provisions covered under the proposed amendments.</i>					
12.6	Amend Information Disclosure Management System	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted given the company has not specified the details and the provisions covered under the proposed amendments.</i>					

The Trade Desk, Inc.

Meeting Date: 05/28/2024

Country: USA

Ticker: TTD

Record Date: 04/01/2024

Meeting Type: Annual

Primary Security ID: 88339J105

Shares Voted: 2,811

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Samantha Jacobson	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominee Gokul Rajaram for lack of diversity on the board. WITHHOLD votes are warranted for incumbent director nominee Gokul Rajaram given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. WITHHOLD votes are further warranted for Gokul Rajaram due to an unmitigated pay-for-performance misalignment. A vote FOR new director nominee Samantha Jacobson is warranted.</i>					

The Trade Desk, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director Gokul Rajaram	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominee Gokul Rajaram for lack of diversity on the board. WITHHOLD votes are warranted for incumbent director nominee Gokul Rajaram given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. WITHHOLD votes are further warranted for Gokul Rajaram due to an unmitigated pay-for-performance misalignment. A vote FOR new director nominee Samantha Jacobson is warranted.</i></p>					
2	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted given that: * The purchase price is reasonable; * The number of shares reserved is relatively conservative; and * The offer period is within the limits prescribed by Section 423 of the Internal Revenue Code.</i></p>					
3	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year	One Year
<p><i>Voting Policy Rationale: A vote for the adoption of an ANNUAL say-on-pay frequency is warranted. Annual say-on-pay votes are considered a best practice as they give shareholders a regular opportunity to opine on executive pay.</i></p>					
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 18.37 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					

Tianqi Lithium Corporation

Meeting Date: 05/28/2024

Country: China

Ticker: 9696

Record Date: 05/23/2024

Meeting Type: Annual

Primary Security ID: Y8817Q101

Shares Voted: 9,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	AGM BALLOT FOR HOLDERS OF A SHARES	Mgmt			
1	Approve Work Report of the Board of Directors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i></p>					
2	Approve Work Report of the Board of Supervisors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i></p>					
3	Approve Annual Report and Its Summary	Mgmt	For	For	For
<p><i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i></p>					
4	Approve Final Financial Report	Mgmt	For	For	For
<p><i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i></p>					

Tianqi Lithium Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Approve Profit Distribution Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted given that this is a reasonable request that is made in line with applicable laws in China.</i>				
6	Approve Financial Budget Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the company's financial budget and the handling and use of company funds.</i>				
7	Approve Special Report on the Deposit and Use of Raised Proceeds	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues with the handling of funds.</i>				
8	Approve KPMG and KPMG Huazhen LLP as International Auditor and Domestic Auditor, Respectively, and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the audit firms, their remuneration, and the way the audit was conducted.</i>				
9	Approve Extending the Period of the Non-Competition Undertaking by Tianqi Group Company	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted given the proposed extension of the Non-Competition Undertakings will address the business overlap issue between Beijing Power Construction and the company and avoid substantial horizontal competition.</i>				
10	Approve Revising the Remuneration Management Policy for Directors and Supervisors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted given that the proposed amendments to the Remuneration Policy are in line with the relevant listing requirements and are non-contentious in nature.</i>				
11	Approve Director Remuneration Adjustment	Mgmt	For	For	For
	<i>Voting Policy Rationale: Director remuneration at Hong Kong-listed companies are usually reasonable. In the absence of known concerns over the director remuneration adjustment at the company, a vote FOR this proposal is warranted.</i>				
12	Approve Providing Guarantee for Application to Financial Institutions for Credit Lines	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted given the company has not disclosed sufficient information whether the guarantees to Windfield and other subsidiaries are proportionate to the company's equity stake, and the company could potentially be taking in a disproportionate amount of risk relative to its ownership interest in the proposed guarantees to Windfield and other subsidiaries.</i>				
13	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights for Additional H Shares	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted for the following: * The share issuance limit is greater than 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has not specified the discount limit for issuance for cash and non-cash consideration.</i>				

Tianqi Lithium Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
14	Amend Articles of Association	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted given that the proposed amendments are mainly intended to reflect the company's current circumstances and are made on the basis of the relevant rules and regulations governing the company.</i></p>					

Vontier Corporation

Meeting Date: 05/28/2024 **Country:** USA **Ticker:** VNT
Record Date: 04/02/2024 **Meeting Type:** Annual
Primary Security ID: 928881101

Shares Voted: 776

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Karen C. Francis	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gloria Boyland, Christopher (Chris) Klein, and Maryrose Sylvester is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Gloria R. Boyland	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gloria Boyland, Christopher (Chris) Klein, and Maryrose Sylvester is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director Maryrose Sylvester	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gloria Boyland, Christopher (Chris) Klein, and Maryrose Sylvester is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1d	Elect Director David M. Foulkes	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gloria Boyland, Christopher (Chris) Klein, and Maryrose Sylvester is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1e	Elect Director Christopher J. Klein	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gloria Boyland, Christopher (Chris) Klein, and Maryrose Sylvester is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1f	Elect Director Mark D. Morelli	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gloria Boyland, Christopher (Chris) Klein, and Maryrose Sylvester is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.18 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					

Vontier Corporation

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

AEON Co., Ltd.

Meeting Date: 05/29/2024 **Country:** Japan **Ticker:** 8267
Record Date: 02/29/2024 **Meeting Type:** Annual
Primary Security ID: J00288100

Shares Voted: 3,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Okada, Motoya	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's unfavorable ROE performance.</i></p>					
1.2	Elect Director Yoshida, Akio	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's unfavorable ROE performance.</i></p>					
1.3	Elect Director Habu, Yuki	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
1.4	Elect Director Tsuchiya, Mitsuko	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
1.5	Elect Director Tsukamoto, Takashi	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * The board after this meeting will not be majority independent and this outside director nominee lacks independence.</i></p>					
1.6	Elect Director Peter Child	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
1.7	Elect Director Carrie Yu	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
1.8	Elect Director Hayashi, Makoto	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
1.9	Elect Director Richard Collasse	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
2	Approve Takeover Defense Plan (Poison Pill)	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this poison pill plan is warranted because: * The total duration exceeds three years. * The board lacks sufficient independent monitoring. * The plan lacks a credible special committee.</i></p>					

Anhui Gujing Distillery Co., Ltd.

Meeting Date: 05/29/2024

Country: China

Ticker: 000596

Record Date: 05/20/2024

Meeting Type: Annual

Primary Security ID: Y0137M118

Shares Voted: 1,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	AGM BALLOT FOR HOLDERS OF A SHARES	Mgmt			
1	Approve Annual Report and Summary	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
2	Approve Report of the Board of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
3	Approve Report of the Board of Supervisors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
4	Approve Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
5	Approve Financial Budget Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
6	Approve Profit Distribution	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the proposed dividend payout is considered reasonable.</i>				
7	Approve Appointment of Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
8	Amend Independent Director System	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted given the company has not specified the details and the provisions covered under the proposed amendments.</i>				
9	Approve Amendments to Articles of Association	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
10	Amend Rules and Procedures Regarding Meetings of Board of Directors	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted given the company has not specified the details and the provisions covered under the proposed amendments.</i>				
11	Amend Rules and Procedures Regarding General Meetings of Shareholders	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted given the company has not specified the details and the provisions covered under the proposed amendments.</i>				

Anhui Gujing Distillery Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
12	Amend Rules and Procedures Regarding Meetings of Board of Supervisors	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted given the company has not specified the details and the provisions covered under the proposed amendments.</i>					

B&M European Value Retail SA

Meeting Date: 05/29/2024 **Country:** Luxembourg **Ticker:** BME
Record Date: 05/15/2024 **Meeting Type:** Ordinary Shareholders
Primary Security ID: L1175H106

Shares Voted: 3,140

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Nadia Shouraboura as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this Director is warranted.</i>					

Catalent, Inc.

Meeting Date: 05/29/2024 **Country:** USA **Ticker:** CTLT
Record Date: 04/05/2024 **Meeting Type:** Special
Primary Security ID: 148806102

Shares Voted: 1,679

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Merger Agreement	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this transaction is warranted. The lack of additional offers following public disclosure of the ongoing strategic review largely mitigates concerns regarding the limited market check. Moreover, the cash form of consideration provides liquidity and certainty of value, the merger consideration represents a premium to the unaffected price, and there is a potential downside risk to non-approval.</i>					
2	Advisory Vote on Golden Parachutes	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Although unvested equity awards will accelerate on a single-trigger basis, cash severance is double trigger and reasonably based, no excise tax gross-ups are payable, and PSUs will be deemed earned at target or actual performance.</i>					
3	Adjourn Meeting	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted given the underlying transaction merits support.</i>					

Diodes Incorporated

Meeting Date: 05/29/2024

Country: USA

Ticker: DIOD

Record Date: 04/01/2024

Meeting Type: Annual

Primary Security ID: 254543101

Shares Voted: 116

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Elizabeth (Beth) Bull	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.2	Elect Director Angie Chen Button	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.3	Elect Director Warren Chen	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.4	Elect Director Robert E. Feiger	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.5	Elect Director Keh-shew Lu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.6	Elect Director Christina Wen-chi Sung	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.7	Elect Director Gary Yu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				
3	Ratify Moss Adams LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				

DocuSign, Inc.

Meeting Date: 05/29/2024

Country: USA

Ticker: DOCU

Record Date: 04/04/2024

Meeting Type: Annual

Primary Security ID: 256163106

Shares Voted: 1,016

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Enrique Salem	Mgmt	For	For	For

DocuSign, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Peter (Pete) Solvik is warranted for lack of diversity on the board. A vote AGAINST incumbent governance committee member Peter (Pete) Solvik is further warranted given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board structure, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i></p>				
1b	Elect Director Peter Solvik	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Peter (Pete) Solvik is warranted for lack of diversity on the board. A vote AGAINST incumbent governance committee member Peter (Pete) Solvik is further warranted given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board structure, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i></p>				
1c	Elect Director Maggie Wilderotter	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Peter (Pete) Solvik is warranted for lack of diversity on the board. A vote AGAINST incumbent governance committee member Peter (Pete) Solvik is further warranted given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board structure, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i></p>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST the ratification of the company's auditor is warranted given that non-audit fees represent 28.02 percent of the total fees received by the auditor during the fiscal year, raising substantial doubts over the independence of the auditor.</i></p>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST the proposal is warranted. Although the company was adequately responsive to a low say-on-pay vote result, concerns remain in the annual program as well as the granting of new-hire awards. Though the annual bonus was largely based on pre-set objective metrics and payouts were generally in line with recent company performance, a concern is noted regarding the lack of disclosure of a few metric targets and actual performance. Though a majority of the annual LTI grant was in performance equity, a portion of this grant now utilizes a one-year performance period, while the three-year relative portion of the award merely targets median performance. Lastly, two new NEOs received sizeable inducement grants which were entirely in time-vested equity, undermining a pay-for-performance philosophy.</i></p>				
4	Report on Effectiveness of Diversity, Equity, and Inclusion Efforts	SH	Against	For	For
	<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted, as reporting quantitative and comparable diversity statistics would allow shareholders to better assess the effectiveness of the company's diversity initiatives and its management of related risks.</i></p>				

Faraday Technology Corp.

Meeting Date: 05/29/2024

Country: Taiwan

Ticker: 3035

Record Date: 03/29/2024

Meeting Type: Annual

Primary Security ID: Y24101100

Shares Voted: 2,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Business Operations Report and Financial Statements	Mgmt	For	For	For

Faraday Technology Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: A vote FOR is merited for this routine resolution because no concerns have been identified.</i>				
2	Approve Profit Distribution	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the proposed payout is considered reasonable.</i>				
3.1	ELECT NON-INDEPENDENT DIRECTORS AND INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING Elect Chia Tsung Hung, a REPRESENTATIVE of United Microelectronics Corporation, with SHAREHOLDER NO.1, as Non-Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
3.2	Elect Ying Sheng Shen, a REPRESENTATIVE of United Microelectronics Corporation, with SHAREHOLDER NO.1, as Non-Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
3.3	Elect Zhen Li Huang, a REPRESENTATIVE of Unimicron Technology Corp., with SHAREHOLDER NO.159397, as Non-Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
3.4	Elect Kuo Yung Wang, with SHAREHOLDER NO.10713, as Non-Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
3.5	Elect Shih Chin Lin, with SHAREHOLDER NO.203280, as Non-Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
3.6	Elect Wen Ju Tseng, with SHAREHOLDER NO.955, as Non-Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
3.7	Elect Bing Kuan Luo, with ID NO.E120444XXX, as Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				

Faraday Technology Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.8	Elect Wan Fen Zhou, with ID NO.D220018XXX, as Independent Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>					
3.9	Elect Li Ying Yeh, with ID NO.A220556XXX, as Independent Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>					
4	Approve Release of Restrictions of Competitive Activities of Newly Appointed Directors (Including Independent Directors) and Representatives	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because sufficient details have been provided regarding the proposal and no significant concern relating to outside board positions has been identified.</i>					

Holtek Semiconductor, Inc.

Meeting Date: 05/29/2024

Country: Taiwan

Ticker: 6202

Record Date: 03/29/2024

Meeting Type: Annual

Primary Security ID: Y3272F104

Shares Voted: 6,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Business Operations Report and Financial Statements	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for this routine resolution because no concerns have been identified.</i>					
2	Approve Profit Distribution	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because the proposed payout is considered reasonable.</i>					
3	Approve Amendments to Articles of Association	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted given that the amendments are mostly based on operational needs.</i>					
4	Amend Procedures for Endorsement and Guarantees	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted given that the amendments are mostly to align company procedures with regulations and based on operational needs.</i>					
	ELECT INDEPENDENT DIRECTOR VIA CUMULATIVE VOTING	Mgmt			
5.1	Elect Li, Pei-Ying, with Shareholder No.E221331XXX, as Independent Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the independent director nominee is warranted given the absence of any known issues concerning the nominee.</i>					

Holtek Semiconductor, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Approve Release of Restrictions of Competitive Activities of Directors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is warranted because sufficient details have been provided regarding the proposal and no significant concern relating to outside board positions has been identified.</i></p>					

iRhythm Technologies, Inc.

Meeting Date: 05/29/2024 **Country:** USA **Ticker:** IRTC
Record Date: 04/03/2024 **Meeting Type:** Annual
Primary Security ID: 450056106

Shares Voted: 468

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director C. Noel Bairey Merz	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Abhijit (Abhi) Talwalkar, Bruce Bodaken, and Mark Rubash for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee chair Bruce Bodaken given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i></p>					
1.2	Elect Director Quentin S. Blackford	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Abhijit (Abhi) Talwalkar, Bruce Bodaken, and Mark Rubash for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee chair Bruce Bodaken given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i></p>					
1.3	Elect Director Bruce G. Bodaken	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Abhijit (Abhi) Talwalkar, Bruce Bodaken, and Mark Rubash for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee chair Bruce Bodaken given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i></p>					
1.4	Elect Director Karen Ling	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Abhijit (Abhi) Talwalkar, Bruce Bodaken, and Mark Rubash for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee chair Bruce Bodaken given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i></p>					
1.5	Elect Director Mojdeh Poul	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Abhijit (Abhi) Talwalkar, Bruce Bodaken, and Mark Rubash for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee chair Bruce Bodaken given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.6	Elect Director Mark J. Rubash	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Abhijit (Abhi) Talwalkar, Bruce Bodaken, and Mark Rubash for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee chair Bruce Bodaken given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Ralph Snyderman	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Abhijit (Abhi) Talwalkar, Bruce Bodaken, and Mark Rubash for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee chair Bruce Bodaken given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Abhijit Y. Talwalkar	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Abhijit (Abhi) Talwalkar, Bruce Bodaken, and Mark Rubash for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee chair Bruce Bodaken given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director Brian Yoor	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Abhijit (Abhi) Talwalkar, Bruce Bodaken, and Mark Rubash for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee chair Bruce Bodaken given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. Concerns are raised regarding the total value of the CEO's long-term incentives, which includes a relatively large one-time award. While the one-time award is entirely composed of PSUs, forward-looking performance goals are not provided, which is of particular concern given the overall magnitude and high vesting opportunities. In addition, recently hired NEOs who received sizable onboarding grants in the previous year were also granted one-time awards.</i>				
4	Amend Certificate of Incorporation to Limit the Liability of Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. The company seeks to align its officer exculpation provisions with the recently amended Delaware statute and existing protections afforded to directors, providing protections to officers that would allow the company to attract and retain quality personnel without negatively impacting shareholder rights.</i>				
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
	<i>Voting Policy Rationale: A vote for the adoption of an ANNUAL say-on-pay frequency is warranted. Annual say-on-pay votes are considered a best practice as they give shareholders a regular opportunity to opine on executive pay.</i>				

Meeting Date: 05/29/2024

Country: Germany

Ticker: KGX

Record Date: 05/07/2024

Meeting Type: Annual

Primary Security ID: D4S14D103

Shares Voted: 1,006

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
2	Approve Allocation of Income and Dividends of EUR 0.70 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i>				
3	Approve Discharge of Management Board for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4	Approve Discharge of Supervisory Board for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
5.1	Ratify KPMG AG as Auditors for Fiscal Year 2024 and for the Review of Interim Financial Statements for the First Half of Fiscal Year 2024	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR are warranted because there are no concerns regarding these proposals.</i>				
5.2	Ratify KPMG AG as Auditor for the Sustainability Reporting for Fiscal Year 2024	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR are warranted because there are no concerns regarding these proposals.</i>				
6	Approve Remuneration Report	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the remuneration report is warranted because: * One former executive received a payout for the 2021-2023 LTI tranche at 100 percent target achievement while actual achievement level equated to 14.7 percent (which was applied to all other executives). We further note that for several former executives, the LTI appears to have been only measured over a 1.5-year period. * There is some ambiguity regarding agreed termination provisions.</i>				
7	Approve Remuneration Policy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed remuneration policy is broadly in line with market practice and SRD II, and several improvements have been made. However, it is not without some concern: * The disclosure regarding pension arrangements for executives is somewhat underdeveloped, and thus, impeding the full assessment of potential contributions.</i>				
8	Amend Articles Re: Proof of Entitlement	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposed article amendment is warranted because it reflects amendments in line with new German statutory requirements.</i>				

KION GROUP AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
9	Amend Affiliation Agreement with KION Information Management Services GmbH	Mgmt	For	For	For

Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concerns.

Kweichow Moutai Co., Ltd.

Meeting Date: 05/29/2024 **Country:** China **Ticker:** 600519
Record Date: 05/20/2024 **Meeting Type:** Annual
Primary Security ID: Y5070V116

Shares Voted: 1,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Report of the Board of Directors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
2	Approve Report of the Board of Supervisors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
3	Approve Report of the Independent Directors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
4	Approve Annual Report and Summary	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
5	Approve Financial Statements	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
6	Approve Financial Budget Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					
7	Approve Profit Distribution	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because the proposed dividend payout is considered reasonable.</i>					
8	Approve to Appoint Financial Auditor and Internal Control Auditor	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because the company has provided a valid reason for the change of auditor.</i>					
9	Elect Zhang Deqin as Non-independent Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the nominee is warranted given the absence of any known issues concerning the nominee.</i>					
10	Approve Daily Related Party Transactions	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted since the proposed related-party transactions include provision of loans and other financial services by a subsidiary which is also a group finance company. Such transactions may expose the company to unnecessary risks.</i>					

Kweichow Moutai Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
11	Amend the Company's Independent Director System	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST is warranted given the company has not specified the details and the provisions covered under the proposed amendments.</i></p>					

Legrand SA

Meeting Date: 05/29/2024 **Country:** France **Ticker:** LR
Record Date: 05/27/2024 **Meeting Type:** Annual/Special
Primary Security ID: F56196185

Shares Voted: 2,972

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Ordinary Business	Mgmt			
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.</i></p>					
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.</i></p>					
3	Approve Allocation of Income and Dividends of EUR 2.09 per Share	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted because the proposed payout ratio is adequate without being excessive.</i></p>					
4	Appoint Mazars & Associates as Auditor for the Sustainability Reporting	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR are warranted because there are no concerns regarding these proposals.</i></p>					
5	Appoint PricewaterhouseCoopers Audit as Auditor for the Sustainability Reporting	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR are warranted because there are no concerns regarding these proposals.</i></p>					
6	Approve Compensation Report	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i></p>					
7	Approve Compensation of Angeles Garcia-Poveda, Chairwoman of the Board	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i></p>					
8	Approve Compensation of Benoit Coquart, CEO	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
9	Approve Remuneration Policy of Chairwoman of the Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted because it does not raise any significant concern.</i>				
10	Approve Remuneration Policy of CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted because it does not raise any significant concern.</i>				
11	Approve Remuneration Policy of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted because it does not raise any significant concern.</i>				
12	Approve Remuneration of Directors in the Aggregate Amount of EUR 1,300,000	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted since the proposed amount remains in line with French market practices.</i>				
13	Elect Rekha Mehrotra Menon as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the election and reelection of these independent nominees are warranted in the absence of specific concerns (Items 13 and 14).</i>				
14	Reelect Jean-Marc Chery as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the election and reelection of these independent nominees are warranted in the absence of specific concerns (Items 13 and 14).</i>				
15	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: Such share buyback programs merit a vote FOR.</i>				
	Extraordinary Business	Mgmt			
16	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as such share capital reductions are favorable to shareholders.</i>				
17	Authorize up to 1.5 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the terms of the proposed authorization are not problematic.</i>				
18	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 200 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the authorizations under Items 18-21 and 24 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights. A vote FOR the total limit proposed under Item 25 is warranted as it limits shareholder dilution the individual limit under all authorizations together.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
19	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 100 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the authorizations under Items 18-21 and 24 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights. A vote FOR the total limit proposed under Item 25 is warranted as it limits shareholder dilution the individual limit under all authorizations together.</i>				
20	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 100 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the authorizations under Items 18-21 and 24 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights. A vote FOR the total limit proposed under Item 25 is warranted as it limits shareholder dilution the individual limit under all authorizations together.</i>				
21	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Under Items 18 to 20	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the authorizations under Items 18-21 and 24 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights. A vote FOR the total limit proposed under Item 25 is warranted as it limits shareholder dilution the individual limit under all authorizations together.</i>				
22	Authorize Capitalization of Reserves of Up to EUR 100 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted since this potential transfer of wealth is in shareholders' interests.</i>				
23	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the employee stock purchase plan is warranted as its proposed volume respects the recommended guidelines.</i>				
24	Authorize Capital Increase of up to 5 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the authorizations under Items 18-21 and 24 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights. A vote FOR the total limit proposed under Item 25 is warranted as it limits shareholder dilution the individual limit under all authorizations together.</i>				
25	Set Total Limit for Capital Increase to Result from Issuance Requests Under Items 18-21 and 23-24 at EUR 200 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the authorizations under Items 18-21 and 24 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights. A vote FOR the total limit proposed under Item 25 is warranted as it limits shareholder dilution the individual limit under all authorizations together.</i>				

Legrand SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
26	Amend Article 9.1 of Bylaws Re: Staggering of Directors' Terms of Office	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR Items 26-27 are warranted as: * The staggering of directors' terms of office complies with the governance code to which the company is referring (Item 26). * The proposed amendments comply with the evolutions of legal regulations which deemed non-contentious for shareholders' interests (Item 27).</i></p>					
27	Amend Articles 7.5 and 9.6 of Bylaws to Comply with Legal Changes	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR Items 26-27 are warranted as: * The staggering of directors' terms of office complies with the governance code to which the company is referring (Item 26). * The proposed amendments comply with the evolutions of legal regulations which deemed non-contentious for shareholders' interests (Item 27).</i></p>					
28	Ordinary Business Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this routine item is warranted.</i></p>					

Meta Platforms, Inc.

Meeting Date: 05/29/2024 **Country:** USA **Ticker:** META
Record Date: 04/01/2024 **Meeting Type:** Annual
Primary Security ID: 30303M102

Shares Voted: 26,003

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Peggy Alford	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. * WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. WITHHOLD votes are warranted for incumbent nominating committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu for lack of diversity on the board. WITHHOLD votes are further warranted for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are also warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. WITHHOLD votes are additionally warranted for Peggy Alford in her capacity as chair of the compensation, nominating, and governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Votes FOR the remaining director nominees are warranted.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director Marc L. Andreessen	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. * WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. WITHHOLD votes are warranted for incumbent nominating committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu for lack of diversity on the board. WITHHOLD votes are further warranted for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are also warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. WITHHOLD votes are additionally warranted for Peggy Alford in her capacity as chair of the compensation, nominating, and governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Votes FOR the remaining director nominees are warranted.</i></p>					
1.3	Elect Director John Arnold	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. * WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. WITHHOLD votes are warranted for incumbent nominating committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu for lack of diversity on the board. WITHHOLD votes are further warranted for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are also warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. WITHHOLD votes are additionally warranted for Peggy Alford in her capacity as chair of the compensation, nominating, and governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Votes FOR the remaining director nominees are warranted.</i></p>					
1.4	Elect Director Andrew W. Houston	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. * WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. WITHHOLD votes are warranted for incumbent nominating committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu for lack of diversity on the board. WITHHOLD votes are further warranted for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are also warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. WITHHOLD votes are additionally warranted for Peggy Alford in her capacity as chair of the compensation, nominating, and governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Votes FOR the remaining director nominees are warranted.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.5	Elect Director Nancy Killefer	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. * WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. WITHHOLD votes are warranted for incumbent nominating committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu for lack of diversity on the board. WITHHOLD votes are further warranted for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are also warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. WITHHOLD votes are additionally warranted for Peggy Alford in her capacity as chair of the compensation, nominating, and governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Votes FOR the remaining director nominees are warranted.</i></p>				
1.6	Elect Director Robert M. Kimmitt	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. * WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. WITHHOLD votes are warranted for incumbent nominating committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu for lack of diversity on the board. WITHHOLD votes are further warranted for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are also warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. WITHHOLD votes are additionally warranted for Peggy Alford in her capacity as chair of the compensation, nominating, and governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Votes FOR the remaining director nominees are warranted.</i></p>				
1.7	Elect Director Hock E. Tan	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. * WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. WITHHOLD votes are warranted for incumbent nominating committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu for lack of diversity on the board. WITHHOLD votes are further warranted for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are also warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. WITHHOLD votes are additionally warranted for Peggy Alford in her capacity as chair of the compensation, nominating, and governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Votes FOR the remaining director nominees are warranted.</i></p>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.8	Elect Director Tracey T. Travis	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. * WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. WITHHOLD votes are warranted for incumbent nominating committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu for lack of diversity on the board. WITHHOLD votes are further warranted for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are also warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. WITHHOLD votes are additionally warranted for Peggy Alford in her capacity as chair of the compensation, nominating, and governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Votes FOR the remaining director nominees are warranted.</i></p>				
1.9	Elect Director Tony Xu	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. * WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. WITHHOLD votes are warranted for incumbent nominating committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu for lack of diversity on the board. WITHHOLD votes are further warranted for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are also warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. WITHHOLD votes are additionally warranted for Peggy Alford in her capacity as chair of the compensation, nominating, and governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Votes FOR the remaining director nominees are warranted.</i></p>				
1.10	Elect Director Mark Zuckerberg	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. * WITHHOLD votes for CEO/Chair Mark Zuckerberg are warranted given that the CEO and chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm. WITHHOLD votes are warranted for incumbent nominating committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu for lack of diversity on the board. WITHHOLD votes are further warranted for incumbent compensation committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in the absence of a say-on-pay proposal on the ballot, due to numerous concerns regarding the executive pay program. WITHHOLD votes are also warranted for incumbent governance committee members Peggy Alford, Marc Andreessen, Andrew Houston, and Tony Xu, in addition to Mark Zuckerberg, the owner of the supervoting shares, given that the multi-class structure is not subject to a reasonable time-based sunset provision. WITHHOLD votes are additionally warranted for Peggy Alford in her capacity as chair of the compensation, nominating, and governance committee due to consecutive years of high director pay without reasonable rationale disclosed. Votes FOR the remaining director nominees are warranted.</i></p>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST the ratification of the company's auditor is warranted given that non-audit fees represent 27.55 percent of the total fees received by the auditor during the fiscal year, raising substantial doubts over the independence of the auditor.</i></p>				
3	Amend Certificate of Incorporation to Limit the Liability of Officers	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted, as the company is controlled and decisions regarding the company's response to shareholder litigation would be made by a board that lacks accountability.</i></p>				

Meta Platforms, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Amend Omnibus Stock Plan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Based on a qualitative evaluation of the proposed amendment, a vote AGAINST the proposal is warranted. The proposed amendment to allow for dividend and dividend equivalent payments is considered contrary to shareholders' interests because the plan lacks a prohibition for the payment of dividends prior to the vesting of the underlying award.</i>				
5	Approve Recapitalization Plan for all Stock to Have One-vote per Share	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as it would convey to the board nonaffiliated shareholders' preference for a capital structure in which the levels of economic ownership and voting power are aligned.</i>				
6	Report on Generative AI Misinformation and Disinformation Risks	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Additional disclosure on how the company intends to manage misinformation and disinformation risks related to generative AI would help shareholders better evaluate the company's approach.</i>				
7	Disclosure of Voting Results Based on Class of Shares	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as it appears reasonable that the company would begin differentiating the voting results on a per-class basis to help facilitate improved board accountability at the company.</i>				
8	Report on Human Rights Risks in Non-US Markets	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as increased transparency and disclosure would allow shareholders to better evaluate the effectiveness of the company's efforts in managing human rights risks related to content moderation in its five largest non-U.S. markets.</i>				
9	Amend Corporate Governance Guidelines	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as it would enhance the lead independent director duties.</i>				
10	Report on Human Rights Impact Assessment of Targeted Advertising	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as an independent Human Rights Impact Assessment would help shareholders better assess Meta's management of risks related to its targeted advertising policies and practices.</i>				
11	Report on Child Safety and Harm Reduction	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as additional disclosure on how the company measures and tracks metrics related to child safety on the company's platforms would give shareholders more information on how well the company is managing related risks.</i>				
12	Commission Third-Party Report on Minimum Age for Social Media Products and Conduct an Advisory Shareholder Vote	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. While shareholders would likely benefit from more disclosure around the risks and benefits of a higher minimum age, the proposal also asks for an advisory vote on the topic, and management is better positioned to execute the company's strategy.</i>				
13	Report on Political Advertising and Election Cycle Enhanced Actions	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as additional disclosure on the impacts of political advertising on the company's platforms would allow shareholders to better assess the company's management of its political advertising policies and practices aimed at reducing the spread of misinformation, and as well as its management of associated risks.</i>				

Meta Platforms, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
14	Report on Framework to Assess Company Lobbying Alignment with Climate Goals	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted at this time. The request is not considered overly onerous or prescriptive, and shareholders would benefit from greater transparency of the company's direct and indirect climate lobbying, and how the company would plan to mitigate any risks that might be identified.</i></p>					

NCR Voyix Corporation

Meeting Date: 05/29/2024 **Country:** USA **Ticker:** VYX
Record Date: 03/18/2024 **Meeting Type:** Annual
Primary Security ID: 62886E108

Shares Voted: 446

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director James G. Kelly	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1b	Elect Director David Wilkinson	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1c	Elect Director Catherine L. Burke	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1d	Elect Director Janet Haugen	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1e	Elect Director Irv Henderson	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1f	Elect Director Kirk T. Larsen	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1g	Elect Director Laura Miller	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1h	Elect Director Kevin Reddy	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1i	Elect Director Laura Sen	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, with caution. Although the new CEO's employment agreement contains a guaranteed multi-year equity award provision, this is somewhat mitigated given that the fiscal 2024 equity awards are half performance-based.</i></p>					

NCR Voyix Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.11 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					

NXP Semiconductors N.V.

Meeting Date: 05/29/2024 **Country:** Netherlands **Ticker:** NXPI
Record Date: 05/01/2024 **Meeting Type:** Annual
Primary Security ID: N6596X109

Shares Voted: 2,516

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Adopt Financial Statements and Statutory Reports	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted because of the absence of concern with the company's audit procedures or its auditors.</i></p>					
2	Approve Discharge of Board Members	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted because of the absence of any information about significant and compelling controversies suggesting that the board is not fulfilling its fiduciary duties.</i></p>					
3a	Reelect Kurt Sievers as Executive Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
3b	Reelect Annette Clayton as Non-Executive Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
3c	Reelect Anthony Foxx as Non-Executive Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
3d	Reelect Moshe Gavrielov as Non-Executive Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
3e	Reelect Chunyuan Gu as Non-Executive Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
3f	Reelect Lena Olving as Non-Executive Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
3g	Reelect Julie Southern as Non-Executive Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
3h	Reelect Jasmin Staiblin as Non-Executive Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					

NXP Semiconductors N.V.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3i	Reelect Gregory Summe as Non-Executive Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
3j	Reelect Karl-Henrik Sundstrom as Non-Executive Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
4	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted because the authority is in line with commonly used safeguards regarding volume and duration.</i>				
5	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted because the authority is in line with commonly used safeguards regarding volume and duration.</i>				
6	Authorize Share Repurchase Program	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. This proposal would allow the company to repurchase up to 10 percent of issued share capital, for up to 110 percent of the share price prior to the repurchase. There are no particular concerns regarding shareholders' ability to participate in the buyback program, and no history of abuse of previous buyback authorities.</i>				
7	Approve Cancellation of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is recommended as the cancellation of shares is in shareholders' interests.</i>				
8	Ratify Ernst & Young Accountants LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
9	Approve Remuneration of the Non Executive Members of the Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted, since there is no evidence of excessiveness on the part of the supervisory board regarding this remuneration proposal.</i>				
10	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned. Though the relative TSR metric targets median performance, the payout is capped at target if TSR is negative. Further, the STI was primarily based on pre-set financial metrics, and the LTI was predominantly performance-based.</i>				

Perficient, Inc.

Meeting Date: 05/29/2024

Country: USA

Ticker: PRFT

Record Date: 04/05/2024

Meeting Type: Annual

Primary Security ID: 71375U101

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Romil Bahl	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Romil Bahl, Brian Matthews and Gary Wimberly is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Jeffrey S. Davis	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Romil Bahl, Brian Matthews and Gary Wimberly is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Thomas J. Hogan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Romil Bahl, Brian Matthews and Gary Wimberly is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Jill A. Jones	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Romil Bahl, Brian Matthews and Gary Wimberly is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director David S. Lundeen	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Romil Bahl, Brian Matthews and Gary Wimberly is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Brian L. Matthews	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Romil Bahl, Brian Matthews and Gary Wimberly is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Nancy C. Pechloff	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Romil Bahl, Brian Matthews and Gary Wimberly is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Gary M. Wimberly	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Romil Bahl, Brian Matthews and Gary Wimberly is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.87 percent of the fees paid to the auditor are for non-audit purposes.</i>				

SEI Investments Company

Meeting Date: 05/29/2024

Country: USA

Ticker: SEIC

Record Date: 03/22/2024

Meeting Type: Annual

Primary Security ID: 784117103

Shares Voted: 2,878

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Carl A. Guarino	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Carl Guarino and Carmen Romeo is warranted for lack of diversity on the board. A vote FOR remaining nominee Stephanie Miller is warranted.</i>				
1b	Elect Director Stephanie D. Miller	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Carl Guarino and Carmen Romeo is warranted for lack of diversity on the board. A vote FOR remaining nominee Stephanie Miller is warranted.</i>				
1c	Elect Director Carmen V. Romeo	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Carl Guarino and Carmen Romeo is warranted for lack of diversity on the board. A vote FOR remaining nominee Stephanie Miller is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. The company made a significant severance payment to the CEO following his separation, which does not appear to be a qualifying termination. This is considered a problematic pay practice.</i>				
3	Approve Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
4	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.98 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Shockwave Medical, Inc.

Meeting Date: 05/29/2024 Country: USA Ticker: SWAV
 Record Date: 04/22/2024 Meeting Type: Special
 Primary Security ID: 82489TAA2

Shares Voted: 452

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Merger Agreement	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this transaction is warranted. Although the board did not conduct an auction process, the board negotiated multiple increases to the offer price, and there were no higher offers despite public reports of a potential sale during the process. Moreover, the offer represents a premium to the five-year high closing price and to the unaffected price, and the cash form of consideration provides liquidity and certainty of value. In light of these factors, support for this transaction is warranted.</i>				
2	Advisory Vote on Golden Parachutes	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. Although cash severance arrangements are reasonable and no tax gross-ups are payable, unvested equity awards are single trigger and PSUs will be converted into cash awards based on achievement of the maximum performance level, without compelling rationale disclosed in the merger proxy.</i>				

Shockwave Medical, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Adjourn Meeting	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the underlying transaction (Item 1) merits support.</i>					

SS&C Technologies Holdings, Inc.

Meeting Date: 05/29/2024 **Country:** USA **Ticker:** SSNC
Record Date: 04/02/2024 **Meeting Type:** Annual
Primary Security ID: 78467J100

Shares Voted: 1,839

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Jonathan E. Michael	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Jonathan (Jon) Michael is warranted for lack of diversity on the board. A vote FOR the remaining director nominee Debra Walton-Ruskin is warranted.</i>					
1b	Elect Director Debra Walton-Ruskin	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Jonathan (Jon) Michael is warranted for lack of diversity on the board. A vote FOR the remaining director nominee Debra Walton-Ruskin is warranted.</i>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i>					
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.09 percent of the fees paid to the auditor are for non-audit purposes.</i>					
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>					

YASKAWA Electric Corp.

Meeting Date: 05/29/2024 **Country:** Japan **Ticker:** 6506
Record Date: 02/29/2024 **Meeting Type:** Annual
Primary Security ID: J9690T102

Shares Voted: 30,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Ogasawara, Hiroshi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

YASKAWA Electric Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director Ogawa, Masahiro	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.3	Elect Director Murakami, Shuji	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.4	Elect Director Morikawa, Yasuhiko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Advantech Co., Ltd.

Meeting Date: 05/30/2024

Country: Taiwan

Ticker: 2395

Record Date: 03/29/2024

Meeting Type: Annual

Primary Security ID: Y0017P108

Shares Voted: 8,799

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Business Report and Financial Statements	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for this routine resolution because no concerns have been identified.</i>					
2	Approve Plan on Profit Distribution	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because the proposed payout is considered reasonable.</i>					

Alchip Technologies Ltd.

Meeting Date: 05/30/2024

Country: Cayman Islands

Ticker: 3661

Record Date: 03/29/2024

Meeting Type: Annual

Primary Security ID: G02242108

Shares Voted: 1,459

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Business Report and Financial Statements	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for this routine resolution because no concerns have been identified.</i>					
2	Approve Profit Distribution	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because the proposed payout is considered reasonable.</i>					
3	Amend Rules and Procedures Regarding Shareholder's General Meeting	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted given that the amendments are mostly technical in nature, to align company procedures with regulations or based on operational needs.</i>					

Alchip Technologies Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Approve Release of Restrictions of Competitive Activities of Directors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because sufficient details have been provided regarding the proposal and no significant concern relating to outside board positions has been identified.</i>					
5	Approve Issuance of Shares via a Private Placement	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted as the dilution represented is acceptable.</i>					

Beijing-Shanghai High-Speed Railway Co., Ltd.

Meeting Date: 05/30/2024 **Country:** China **Ticker:** 601816
Record Date: 05/21/2024 **Meeting Type:** Annual
Primary Security ID: Y0S031107

Shares Voted: 513,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Report of the Board of Directors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
2	Approve Report of the Board of Supervisors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
3	Approve Annual Report and Summary	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
4	Approve Financial Statements	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
5	Approve Profit Distribution	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because the proposed dividend payout is considered reasonable.</i>					
6	Approve Daily Related Party Transactions	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					
7	Approve to Appoint Financial and Internal Control Auditor	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					
8	Approve Financial Budget Report	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					
9	Amend Articles of Association	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted because the proposed articles and bylaw amendments are not considered to adequately provide for accountability and transparency to shareholders.</i>					

Beijing-Shanghai High-Speed Railway Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10	Amend Rules and Procedures Regarding Meetings of Board of Directors	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because the proposed articles and bylaw amendments are not considered to adequately provide for accountability and transparency to shareholders.</i>				
11.1	APPROVE SHARE REPURCHASE PLAN	Mgmt	For	For	For
11.2	Approve Share Repurchase Purpose	Mgmt	For	For	For
11.3	Approve Share Repurchase Type	Mgmt	For	For	For
11.4	Approve Share Repurchase Manner	Mgmt	For	For	For
11.5	Approve Implementation Period for Share Repurchase	Mgmt	For	For	For
11.6	Approve Purpose, Quantity, Proportion of the Company's Total Share Capital and Total Funds for Repurchasing Shares	Mgmt	For	For	For
11.7	Approve Price or Price Range and Pricing Principles for Repurchasing Shares	Mgmt	For	For	For
11.8	Approve Sources of Funds for Share Repurchase	Mgmt	For	For	For
11.8	Approve Specific Authorization to Handle this Share Repurchase Matter	Mgmt	For	For	For

Cargotec Oyj

Meeting Date: 05/30/2024

Country: Finland

Ticker: CGCBV

Record Date: 05/20/2024

Meeting Type: Annual

Primary Security ID: X10788101

Shares Voted: 545

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Open Meeting	Mgmt			

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
2	Call the Meeting to Order	Mgmt			
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
3	Designate Inspector or Shareholder Representative(s) of Minutes of Meeting	Mgmt			
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
4	Acknowledge Proper Convening of Meeting	Mgmt			
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
5	Prepare and Approve List of Shareholders	Mgmt			
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
6	Receive Financial Statements and Statutory Reports; Receive President Review	Mgmt			
	<i>Voting Policy Rationale: This is a routine, non-voting item.</i>				
7	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the approval of the annual accounts is warranted due to a lack of concern regarding the accounts presented or audit procedures used.</i>				
8	Approve Allocation of Income and Dividends of EUR 2.14 Per Class A Share and EUR 2.15 Per Class B Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted because the proposed dividend is in line with the company's dividend policy.</i>				
9	Approve Discharge of Board and President	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as there is no evidence that the board or the CEO have not fulfilled their fiduciary duties.</i>				
10	Approve Remuneration Report (Advisory Vote)	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this item is warranted due to insufficient vesting and performance periods for LTIPs and lack of disclosure on the performance conditions for the RSU program. Additionally, concerns are noted regarding the lack of disclosure of performance targets and individual achievement levels in the short-term bonus plan.</i>				
11	Approve Remuneration Policy And Other Terms of Employment For Executive Management	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this item is warranted because the performance targets in the long-term incentive plans are measured annually and the policy does not disclose the performance criteria in advance.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
12	Approve Remuneration of Directors in the Amount of EUR 160,000 for Chairman, EUR 95,000 for Vice Chairman, and EUR 80,000 for Other Directors; Approve Remuneration for Committee Work; Approve Meeting Fees	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this remuneration proposal is warranted because the fees are significantly increased while the company is also proposing to demerge into two standalone companies, and because the nomination committee has not provided supporting rationale for the significant increases.</i>				
13	Fix Number of Directors at Seven	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because of a lack of controversy concerning the size of the board.</i>				
14	Reelect Raija-Leena Hankonen-Nybohm, Ilkka Herlin and Ritva Sotamaa as Directors; Elect Eric Alstrom, Jukka Moisio, Tuija Pohjolainen-Hiltunen and Luca Sra as New Directors	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to Ilkka Herlin being the primary beneficiary from the superior voting rights share structure.</i>				
15	Approve Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
16	Fix Number of Auditors at One	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because of a lack of controversy concerning the size of the board the number of auditors.</i>				
17	Ratify Ernst & Young as Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
18	Approve Remuneration of Auditor for the Sustainability Reporting	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
19	Appoint Ernst & Young as Auditor for the Sustainability Reporting	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
20	Approve Partial Demerger	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as the company has provided a compelling rationale for the partial demerger and the subsequent resolutions relating to the establishment of Kalmar are mainly uncontroversial. However, concerns are noted regarding some of the proposed governance features of the new entity.</i>				
21	Authorize Share Repurchase Program	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal to repurchase company shares is warranted, as the proposal includes acceptable holding, volume, and duration limits.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
22	Approve Issuance of 952,000 A Shares and 5,448,000 B Shares without Preemptive Rights	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this issuance authorization is warranted because it explicitly includes the possibility to issue additional super voting shares.</i>				
23	Approve Charitable Donations of up to EUR 100,000	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as donations of this size are best left at the discretion of the board and management.</i>				
24	Close Meeting	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting formality.</i>				

Delta Electronics, Inc.

Meeting Date: 05/30/2024 Country: Taiwan Ticker: 2308
 Record Date: 03/29/2024 Meeting Type: Annual
 Primary Security ID: Y20263102

Shares Voted: 57,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Business Report and Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for this routine resolution because no concerns have been identified.</i>				
2	Approve Plan on Profit Distribution	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the proposed payout is considered reasonable.</i>				
3	Approve Amendments to Articles of Association	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted given that the amendments are mostly technical in nature or based on operational needs.</i>				
4	Approve Amendments to Procedures Governing the Acquisition or Disposal of Assets, Procedures for Lending Funds to Other Parties and Procedures for Endorsement and Guarantees	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted given that the amendments are mostly technical in nature or based on operational needs.</i>				
	ELECT NON-INDEPENDENT DIRECTORS AND INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt			

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5.1	Elect Yancey Hai with SHAREHOLDER NO.38010 as Non-independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the non-independent director nominees under Items 5.1-5.7 is warranted given the absence of any known issues concerning the nominees. A vote AGAINST the nominee, Audrey Tseng, under Item 5.8 is warranted given the nominee serves on a total of more than six public company boards. A vote FOR the independent director nominees under Item 5.9-5.12 is warranted given the absence of any known issues concerning the nominees.</i>				
5.2	Elect Bruce CH Cheng with SHAREHOLDER NO.1 as Non-independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the non-independent director nominees under Items 5.1-5.7 is warranted given the absence of any known issues concerning the nominees. A vote AGAINST the nominee, Audrey Tseng, under Item 5.8 is warranted given the nominee serves on a total of more than six public company boards. A vote FOR the independent director nominees under Item 5.9-5.12 is warranted given the absence of any known issues concerning the nominees.</i>				
5.3	Elect Ping Cheng with SHAREHOLDER NO.43 as Non-independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the non-independent director nominees under Items 5.1-5.7 is warranted given the absence of any known issues concerning the nominees. A vote AGAINST the nominee, Audrey Tseng, under Item 5.8 is warranted given the nominee serves on a total of more than six public company boards. A vote FOR the independent director nominees under Item 5.9-5.12 is warranted given the absence of any known issues concerning the nominees.</i>				
5.4	Elect Mark Ko with SHAREHOLDER NO.15314 as Non-independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the non-independent director nominees under Items 5.1-5.7 is warranted given the absence of any known issues concerning the nominees. A vote AGAINST the nominee, Audrey Tseng, under Item 5.8 is warranted given the nominee serves on a total of more than six public company boards. A vote FOR the independent director nominees under Item 5.9-5.12 is warranted given the absence of any known issues concerning the nominees.</i>				
5.5	Elect Simon Chang with SHAREHOLDER NO.19 as Non-independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the non-independent director nominees under Items 5.1-5.7 is warranted given the absence of any known issues concerning the nominees. A vote AGAINST the nominee, Audrey Tseng, under Item 5.8 is warranted given the nominee serves on a total of more than six public company boards. A vote FOR the independent director nominees under Item 5.9-5.12 is warranted given the absence of any known issues concerning the nominees.</i>				
5.6	Elect Victor Cheng with SHAREHOLDER NO.44 as Non-independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the non-independent director nominees under Items 5.1-5.7 is warranted given the absence of any known issues concerning the nominees. A vote AGAINST the nominee, Audrey Tseng, under Item 5.8 is warranted given the nominee serves on a total of more than six public company boards. A vote FOR the independent director nominees under Item 5.9-5.12 is warranted given the absence of any known issues concerning the nominees.</i>				
5.7	Elect Shan Shan Guo with SHAREHOLDER NO.5436 as Non-independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the non-independent director nominees under Items 5.1-5.7 is warranted given the absence of any known issues concerning the nominees. A vote AGAINST the nominee, Audrey Tseng, under Item 5.8 is warranted given the nominee serves on a total of more than six public company boards. A vote FOR the independent director nominees under Item 5.9-5.12 is warranted given the absence of any known issues concerning the nominees.</i>				

Delta Electronics, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5.8	Elect Audrey Tseng with SHAREHOLDER NO.A220289XXX as Independent Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote FOR the non-independent director nominees under Items 5.1-5.7 is warranted given the absence of any known issues concerning the nominees. A vote AGAINST the nominee, Audrey Tseng, under Item 5.8 is warranted given the nominee serves on a total of more than six public company boards. A vote FOR the independent director nominees under Item 5.9-5.12 is warranted given the absence of any known issues concerning the nominees.</i>				
5.9	Elect Shyue Ching Lu with SHAREHOLDER NO.H100330XXX as Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the non-independent director nominees under Items 5.1-5.7 is warranted given the absence of any known issues concerning the nominees. A vote AGAINST the nominee, Audrey Tseng, under Item 5.8 is warranted given the nominee serves on a total of more than six public company boards. A vote FOR the independent director nominees under Item 5.9-5.12 is warranted given the absence of any known issues concerning the nominees.</i>				
5.10	Elect Jack J.T. Huang with SHAREHOLDER NO.A100320XXX as Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the non-independent director nominees under Items 5.1-5.7 is warranted given the absence of any known issues concerning the nominees. A vote AGAINST the nominee, Audrey Tseng, under Item 5.8 is warranted given the nominee serves on a total of more than six public company boards. A vote FOR the independent director nominees under Item 5.9-5.12 is warranted given the absence of any known issues concerning the nominees.</i>				
5.11	Elect Rose Tsou with SHAREHOLDER NO.E220471XXX as Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the non-independent director nominees under Items 5.1-5.7 is warranted given the absence of any known issues concerning the nominees. A vote AGAINST the nominee, Audrey Tseng, under Item 5.8 is warranted given the nominee serves on a total of more than six public company boards. A vote FOR the independent director nominees under Item 5.9-5.12 is warranted given the absence of any known issues concerning the nominees.</i>				
5.12	Elect Doris Hsu with SHAREHOLDER NO.F220489XXX as Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the non-independent director nominees under Items 5.1-5.7 is warranted given the absence of any known issues concerning the nominees. A vote AGAINST the nominee, Audrey Tseng, under Item 5.8 is warranted given the nominee serves on a total of more than six public company boards. A vote FOR the independent director nominees under Item 5.9-5.12 is warranted given the absence of any known issues concerning the nominees.</i>				
6	Approve the Release from Non-competition of Restrictions on the Company's Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because sufficient details have been provided regarding the proposal and no significant concern relating to outside board positions has been identified.</i>				

D'Ieteren Group

Meeting Date: 05/30/2024

Country: Belgium

Ticker: DIE

Record Date: 05/16/2024

Meeting Type: Annual

Primary Security ID: B49343187

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Annual Meeting Agenda Receive Directors' and Auditors' Reports (Non-Voting)	Mgmt			
	<i>Voting Policy Rationale: No vote is required.</i>				
2	Approve Financial Statements, Allocation of Income, and Dividends of EUR 3.75 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this dividend proposal is warranted because the proposed payout ratio is adequate without being excessive.</i>				
3	Approve Remuneration Report	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted, because: * Insufficient disclosure under both the STIP and LTIP, no weights, targets or achievements disclosed for the metrics. This is particularly concerning given the elevated quantum of the CEO's pay package, which is now signaled as high-concern under the pay-for-performance assessment as quantum is 5.46x ISS peer median. * Lack of rationale for the 10 percent increase of the CEO's base salary; * Lack of responsiveness to shareholders' dissent.</i>				
4.1	Approve Discharge of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted in the absence of any information about significant and compelling controversies that the board is not fulfilling its fiduciary duties.</i>				
4.2	Approve Discharge of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted in the absence of any information about significant and compelling controversies that the auditor is not fulfilling its duties.</i>				
5	Reelect Nicolas D'Ieteren as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Nicolas D'Ieteren is warranted for lack of diversity on the board . A vote AGAINST the election of Nicolas D'Ieteren because the nominee is elected for a period exceeding four years.</i>				
6	Appoint KPMG as Auditors for the Sustainability Reporting	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted as no concerns are noted regarding this proposal.</i>				
7	Authorize Implementation of Approved Resolutions and Filing of Required Documents/Formalities at Trade Registry	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted, as this proposal concerns a routine legal procedure and will authorize only the implementation of items approved by the shareholder meeting.</i>				

D'Ieteren Group

Shares Voted: 903

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Extraordinary Shareholders' Meeting Agenda	Mgmt			
1.1	Receive Special Board Report Re: Renewal of the Authorized Capital	Mgmt			
<i>Voting Policy Rationale: This is a non-voting item.</i>					
1.2	Renew Authorization to Increase Share Capital within the Framework of Authorized Capital	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted because the potential increase without preemptive rights of 100 percent of the issued capital is excessive and not in the interest of shareholders.</i>					
1.3	Amend Article 8bis of the Articles of Association	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted because the proposed resolution is in line with the proposed resolution under item 1.2, which does not warrant support.</i>					
2	Approve Coordination of Articles of Association	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted since approval of this item would confer full powers to draft the text of the coordination of the company's articles of association and implement amendment under item 1.3, which does not warrant shareholder support.</i>					
3	Authorize Implementation of Approved Resolutions	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted since approval of this item would allow the company to file any required documents or formalities in relation to the implementation of the approved resolutions under Items 1.2, and 1.3, which does not warrant shareholder support.</i>					

Endeavour Mining Plc

Meeting Date: 05/30/2024

Country: United Kingdom

Ticker: EDV

Record Date: 05/28/2024

Meeting Type: Annual

Primary Security ID: G3042J105

Shares Voted: 844

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted.</i>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Re-elect Alison Baker as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Items 2 and 5 A vote FOR these directors is considered warranted. In considering the election of directors, shareholders will wish to evaluate the circumstances surrounding the CEO's dismissal for serious misconduct, and his misdirection of funds to an unidentified third party. Details are provided in the Material Company Updates section and elsewhere in this report. The conclusion of the investigations has been that internal controls were deliberately overridden by the former CEO. It is recognised that even a rigorous internal control system can potentially be circumvented by an individual with the will to so. Social Advisory Services has also heard from the Company, and accepts it to be the case, that cash considerations for acquisitions in this industry are often delayed, and that the sum itself was not of the magnitude to raise concern. All of this context is important, as is the fact that internal controls have been strengthened in the wake of the investigation. Nonetheless, questions around the oversight of internal controls (which falls within the remit of the Audit Committee) are legitimate and may have resonance when considering the re-election of the Audit Committee members (Alison Baker, the Committee Chair, and Livia Mahler). Items 3-4 and 6-10 A vote FOR these Directors is warranted. It is noted that much of the Board, including the Chair, is new. In addition, there are two representatives of the major shareholder (it is important to note that it was the major shareholder that initiated the investigation).</i></p>					
3	Re-elect Patrick Bouisset as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Items 2 and 5 A vote FOR these directors is considered warranted. In considering the election of directors, shareholders will wish to evaluate the circumstances surrounding the CEO's dismissal for serious misconduct, and his misdirection of funds to an unidentified third party. Details are provided in the Material Company Updates section and elsewhere in this report. The conclusion of the investigations has been that internal controls were deliberately overridden by the former CEO. It is recognised that even a rigorous internal control system can potentially be circumvented by an individual with the will to so. Social Advisory Services has also heard from the Company, and accepts it to be the case, that cash considerations for acquisitions in this industry are often delayed, and that the sum itself was not of the magnitude to raise concern. All of this context is important, as is the fact that internal controls have been strengthened in the wake of the investigation. Nonetheless, questions around the oversight of internal controls (which falls within the remit of the Audit Committee) are legitimate and may have resonance when considering the re-election of the Audit Committee members (Alison Baker, the Committee Chair, and Livia Mahler). Items 3-4 and 6-10 A vote FOR these Directors is warranted. It is noted that much of the Board, including the Chair, is new. In addition, there are two representatives of the major shareholder (it is important to note that it was the major shareholder that initiated the investigation).</i></p>					
4	Re-elect Ian Cockerill as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Items 2 and 5 A vote FOR these directors is considered warranted. In considering the election of directors, shareholders will wish to evaluate the circumstances surrounding the CEO's dismissal for serious misconduct, and his misdirection of funds to an unidentified third party. Details are provided in the Material Company Updates section and elsewhere in this report. The conclusion of the investigations has been that internal controls were deliberately overridden by the former CEO. It is recognised that even a rigorous internal control system can potentially be circumvented by an individual with the will to so. Social Advisory Services has also heard from the Company, and accepts it to be the case, that cash considerations for acquisitions in this industry are often delayed, and that the sum itself was not of the magnitude to raise concern. All of this context is important, as is the fact that internal controls have been strengthened in the wake of the investigation. Nonetheless, questions around the oversight of internal controls (which falls within the remit of the Audit Committee) are legitimate and may have resonance when considering the re-election of the Audit Committee members (Alison Baker, the Committee Chair, and Livia Mahler). Items 3-4 and 6-10 A vote FOR these Directors is warranted. It is noted that much of the Board, including the Chair, is new. In addition, there are two representatives of the major shareholder (it is important to note that it was the major shareholder that initiated the investigation).</i></p>					
5	Re-elect Livia Mahler as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Items 2 and 5 A vote FOR these directors is considered warranted. In considering the election of directors, shareholders will wish to evaluate the circumstances surrounding the CEO's dismissal for serious misconduct, and his misdirection of funds to an unidentified third party. Details are provided in the Material Company Updates section and elsewhere in this report. The conclusion of the investigations has been that internal controls were deliberately overridden by the former CEO. It is recognised that even a rigorous internal control system can potentially be circumvented by an individual with the will to so. Social Advisory Services has also heard from the Company, and accepts it to be the case, that cash considerations for acquisitions in this industry are often delayed, and that the sum itself was not of the magnitude to raise concern. All of this context is important, as is the fact that internal controls have been strengthened in the wake of the investigation. Nonetheless, questions around the oversight of internal controls (which falls within the remit of the Audit Committee) are legitimate and may have resonance when considering the re-election of the Audit Committee members (Alison Baker, the Committee Chair, and Livia Mahler). Items 3-4 and 6-10 A vote FOR these Directors is warranted. It is noted that much of the Board, including the Chair, is new. In addition, there are two representatives of the major shareholder (it is important to note that it was the major shareholder that initiated the investigation).</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Re-elect Sakhila Mirza as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Items 2 and 5 A vote FOR these directors is considered warranted. In considering the election of directors, shareholders will wish to evaluate the circumstances surrounding the CEO's dismissal for serious misconduct, and his misdirection of funds to an unidentified third party. Details are provided in the Material Company Updates section and elsewhere in this report. The conclusion of the investigations has been that internal controls were deliberately overridden by the former CEO. It is recognised that even a rigorous internal control system can potentially be circumvented by an individual with the will to so. Social Advisory Services has also heard from the Company, and accepts it to be the case, that cash considerations for acquisitions in this industry are often delayed, and that the sum itself was not of the magnitude to raise concern. All of this context is important, as is the fact that internal controls have been strengthened in the wake of the investigation. Nonetheless, questions around the oversight of internal controls (which falls within the remit of the Audit Committee) are legitimate and may have resonance when considering the re-election of the Audit Committee members (Alison Baker, the Committee Chair, and Livia Mahler). Items 3-4 and 6-10 A vote FOR these Directors is warranted. It is noted that much of the Board, including the Chair, is new. In addition, there are two representatives of the major shareholder (it is important to note that it was the major shareholder that initiated the investigation).</i></p>				
7	Re-elect Naguib Sawiris as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Items 2 and 5 A vote FOR these directors is considered warranted. In considering the election of directors, shareholders will wish to evaluate the circumstances surrounding the CEO's dismissal for serious misconduct, and his misdirection of funds to an unidentified third party. Details are provided in the Material Company Updates section and elsewhere in this report. The conclusion of the investigations has been that internal controls were deliberately overridden by the former CEO. It is recognised that even a rigorous internal control system can potentially be circumvented by an individual with the will to so. Social Advisory Services has also heard from the Company, and accepts it to be the case, that cash considerations for acquisitions in this industry are often delayed, and that the sum itself was not of the magnitude to raise concern. All of this context is important, as is the fact that internal controls have been strengthened in the wake of the investigation. Nonetheless, questions around the oversight of internal controls (which falls within the remit of the Audit Committee) are legitimate and may have resonance when considering the re-election of the Audit Committee members (Alison Baker, the Committee Chair, and Livia Mahler). Items 3-4 and 6-10 A vote FOR these Directors is warranted. It is noted that much of the Board, including the Chair, is new. In addition, there are two representatives of the major shareholder (it is important to note that it was the major shareholder that initiated the investigation).</i></p>				
8	Re-elect Srinivasan Venkatakrishnan as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Items 2 and 5 A vote FOR these directors is considered warranted. In considering the election of directors, shareholders will wish to evaluate the circumstances surrounding the CEO's dismissal for serious misconduct, and his misdirection of funds to an unidentified third party. Details are provided in the Material Company Updates section and elsewhere in this report. The conclusion of the investigations has been that internal controls were deliberately overridden by the former CEO. It is recognised that even a rigorous internal control system can potentially be circumvented by an individual with the will to so. Social Advisory Services has also heard from the Company, and accepts it to be the case, that cash considerations for acquisitions in this industry are often delayed, and that the sum itself was not of the magnitude to raise concern. All of this context is important, as is the fact that internal controls have been strengthened in the wake of the investigation. Nonetheless, questions around the oversight of internal controls (which falls within the remit of the Audit Committee) are legitimate and may have resonance when considering the re-election of the Audit Committee members (Alison Baker, the Committee Chair, and Livia Mahler). Items 3-4 and 6-10 A vote FOR these Directors is warranted. It is noted that much of the Board, including the Chair, is new. In addition, there are two representatives of the major shareholder (it is important to note that it was the major shareholder that initiated the investigation).</i></p>				
9	Elect Cathia Lawson-Hall as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Items 2 and 5 A vote FOR these directors is considered warranted. In considering the election of directors, shareholders will wish to evaluate the circumstances surrounding the CEO's dismissal for serious misconduct, and his misdirection of funds to an unidentified third party. Details are provided in the Material Company Updates section and elsewhere in this report. The conclusion of the investigations has been that internal controls were deliberately overridden by the former CEO. It is recognised that even a rigorous internal control system can potentially be circumvented by an individual with the will to so. Social Advisory Services has also heard from the Company, and accepts it to be the case, that cash considerations for acquisitions in this industry are often delayed, and that the sum itself was not of the magnitude to raise concern. All of this context is important, as is the fact that internal controls have been strengthened in the wake of the investigation. Nonetheless, questions around the oversight of internal controls (which falls within the remit of the Audit Committee) are legitimate and may have resonance when considering the re-election of the Audit Committee members (Alison Baker, the Committee Chair, and Livia Mahler). Items 3-4 and 6-10 A vote FOR these Directors is warranted. It is noted that much of the Board, including the Chair, is new. In addition, there are two representatives of the major shareholder (it is important to note that it was the major shareholder that initiated the investigation).</i></p>				

Endeavour Mining Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10	Elect John Munro as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Items 2 and 5 A vote FOR these directors is considered warranted. In considering the election of directors, shareholders will wish to evaluate the circumstances surrounding the CEO's dismissal for serious misconduct, and his misdirection of funds to an unidentified third party. Details are provided in the Material Company Updates section and elsewhere in this report. The conclusion of the investigations has been that internal controls were deliberately overridden by the former CEO. It is recognised that even a rigorous internal control system can potentially be circumvented by an individual with the will to do so. Social Advisory Services has also heard from the Company, and accepts it to be the case, that cash considerations for acquisitions in this industry are often delayed, and that the sum itself was not of the magnitude to raise concern. All of this context is important, as is the fact that internal controls have been strengthened in the wake of the investigation. Nonetheless, questions around the oversight of internal controls (which falls within the remit of the Audit Committee) are legitimate and may have resonance when considering the re-election of the Audit Committee members (Alison Baker, the Committee Chair, and Livia Mahler). Items 3-4 and 6-10 A vote FOR these Directors is warranted. It is noted that much of the Board, including the Chair, is new. In addition, there are two representatives of the major shareholder (it is important to note that it was the major shareholder that initiated the investigation).</i></p>				
11	Reappoint BDO LLP as Auditors	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this item is warranted as no significant concerns have been identified.</i></p>				
12	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 31.4 percent of the total fees paid to the auditor are for non-audit purposes.</i></p>				
13	Approve Remuneration Report	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted, although it is not without concern: * The new CEO's base salary is generously positioned, and the incentive opportunities are higher than general UK norms. The main reasons for support are: * Ian Cockerill's base salary is set at a 25% discount to that of his predecessor. * His maximum bonus and LTIP opportunity are also lower than the former CEO's maximum variable pay. * The Company's dual listing on the London Stock Exchange and the Toronto Stock Exchange, and the approach to executive remuneration in North America, is taken into account. Separately, the forfeiture of the former CEO's pay is of interest: the total value of his remuneration forfeited and being clawed back is USD 29.1 million.</i></p>				
14	Approve Unallocated Securities, Rights and Other Entitlements Under the Incentive Plans	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted as no significant concerns have been identified.</i></p>				
15	Authorise Issue of Equity	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i></p>				
16	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i></p>				
17	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i></p>				
18	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i></p>				

Endeavour Mining Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
19	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For

Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.

Ferguson Plc

Meeting Date: 05/30/2024 **Country:** Jersey **Ticker:** FERG
Record Date: 04/15/2024 **Meeting Type:** Special
Primary Security ID: G3421J106

Shares Voted: 2,511

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Change Jurisdiction of Incorporation from Jersey to Delaware	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted. On balance, the reincorporation would be neutral in terms of its impact on shareholder rights. Specifically, the board's rationale for the reincorporation appears sound, as the U.S. is where most of the company's management and operations are based. Moreover, the company is already a U.S. domestic issuer, where it is subject to greater reporting and disclosure obligations.</i>					
2.A	Amend Articles	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the company seeks to adopt governing documents that align with Delaware law in connection with the proposed reincorporation (Item 1), which merits support.</i>					
2.B	Permit Board to Amend Bylaws Without Shareholder Consent	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as this proposal is expected to allow the board to amend certain bylaws that are minor or of a "housekeeping" nature, while still requiring a shareholder vote on more significant amendments.</i>					
2.C	Authorize Board to Fill Vacancies	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted because no corporate governance concerns have been identified.</i>					
2.D	Provide Right to Call a Special Meeting	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted as it is unclear how a higher ownership threshold to call a special meeting would be beneficial for shareholders.</i>					
2.E	Amend Certificate of Incorporation to Limit the Liability of Officers	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation amendment aligns with Delaware law and is considered to reasonably balance shareholders' interest in officer accountability with their interest in recruiting and retaining qualified officers to manage the company.</i>					
2.F	Amend Exclusive Forum Provision	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because no corporate governance concerns have been identified. In connection with the reincorporation proposal (Item 1), the company seeks to designate Delaware courts as the exclusive forum for cases governed by Delaware corporate law and to maintain the federal courts as the exclusive forum for actions under federal securities law.</i>					

Ferguson Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.G	Authorize New Class of Preferred Stock	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because the board has not specifically stated that the shares may not be used for antitakeover purposes in the future.</i></p>					
2.H	Authorize a New Class of Common Stock	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted. The authorized share capital is not expected to increase and the removal of pre-emptive rights may improve the company's ability to raise capital.</i></p>					

Glaukos Corporation

Meeting Date: 05/30/2024 **Country:** USA **Ticker:** GKOS
Record Date: 04/05/2024 **Meeting Type:** Annual
Primary Security ID: 377322102

Shares Voted: 562

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Thomas W. Burns	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Marc Stapley for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee member Marc Stapley given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i></p>					
1.2	Elect Director Leana S. Wen	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Marc Stapley for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee member Marc Stapley given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i></p>					
1.3	Elect Director Marc A. Stapley	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Marc Stapley for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee member Marc Stapley given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Amend Omnibus Stock Plan	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factors: * The equity program is estimated to be excessively dilutive (overriding factor); * The plan cost is excessive; * The estimated duration of available and proposed shares exceeds six years; * The disclosure of change-in-control ("CIC") vesting treatment is incomplete (or is otherwise considered discretionary); * The plan permits liberal recycling of shares; and * The plan allows broad discretion to accelerate vesting.</i></p>					
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
<p><i>Voting Policy Rationale: A vote for the adoption of an ANNUAL say-on-pay frequency is warranted. Annual say-on-pay votes are considered a best practice as they give shareholders a regular opportunity to opine on executive pay.</i></p>					

Glaukos Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i>					
5	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>					

Hotai Motor Co., Ltd.

Meeting Date: 05/30/2024 **Country:** Taiwan **Ticker:** 2207
Record Date: 03/29/2024 **Meeting Type:** Annual
Primary Security ID: Y37225102

Shares Voted: 6,120

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Business Report and Financial Statements	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for this routine resolution because no concerns have been identified.</i>					
2	Approve Profit Distribution	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because the proposed payout is considered reasonable.</i>					
3	Approve Amendments to Articles of Association	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted given that the amendments are mostly to align company procedures with regulations and based on operational needs.</i>					
4	Approve Release of Restrictions of Competitive Activities of Directors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because sufficient details have been provided regarding the proposal and no significant concern relating to outside board position has been identified.</i>					

Iron Mountain Incorporated

Meeting Date: 05/30/2024 **Country:** USA **Ticker:** IRM
Record Date: 04/02/2024 **Meeting Type:** Annual
Primary Security ID: 46284V101

Shares Voted: 2,104

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Jennifer Allerton	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Pamela Arway, Clarke Bailey, Kent Dauten and Walter Rakowich is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

Iron Mountain Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1b	Elect Director Pamela M. Arway	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Pamela Arway, Clarke Bailey, Kent Dauten and Walter Rakowich is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Clarke H. Bailey	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Pamela Arway, Clarke Bailey, Kent Dauten and Walter Rakowich is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Kent P. Dauten	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Pamela Arway, Clarke Bailey, Kent Dauten and Walter Rakowich is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Monte Ford	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Pamela Arway, Clarke Bailey, Kent Dauten and Walter Rakowich is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Robin L. Matlock	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Pamela Arway, Clarke Bailey, Kent Dauten and Walter Rakowich is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director William L. Meaney	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Pamela Arway, Clarke Bailey, Kent Dauten and Walter Rakowich is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Wendy J. Murdock	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Pamela Arway, Clarke Bailey, Kent Dauten and Walter Rakowich is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Walter C. Rakowich	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Pamela Arway, Clarke Bailey, Kent Dauten and Walter Rakowich is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Theodore R. Samuels	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Pamela Arway, Clarke Bailey, Kent Dauten and Walter Rakowich is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Doyle R. Simons	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Pamela Arway, Clarke Bailey, Kent Dauten and Walter Rakowich is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation amendment aligns with Delaware law and is considered to reasonably balance shareholders' interest in officer accountability with their interest in recruiting and retaining qualified officers to manage the company.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, with caution. Some concerns continue with the exceedingly high maximum payout opportunities and annual measurement period for the revenue goal under the LTI program. However, the CEO's LTI awards were primarily performance-conditioned, annual incentives were based primarily on pre-set objective metrics, and total CEO pay did not increase substantially for the year in review. Further, the company's three-year granted vs. realizable CEO pay aligns with the company's strong TSR performance over the performance period.</i>				

Iron Mountain Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 22.57 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					

Realty Income Corporation

Meeting Date: 05/30/2024 **Country:** USA **Ticker:** O
Record Date: 03/21/2024 **Meeting Type:** Annual
Primary Security ID: 756109104

Shares Voted: 11,260

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Priscilla Almodovar	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael McKee, Jacqueline Brady, Reginald (Reggie) Gilyard, and Priya Huskins is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Jacqueline Brady	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael McKee, Jacqueline Brady, Reginald (Reggie) Gilyard, and Priya Huskins is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director A. Larry Chapman	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael McKee, Jacqueline Brady, Reginald (Reggie) Gilyard, and Priya Huskins is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1d	Elect Director Reginald H. Gilyard	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael McKee, Jacqueline Brady, Reginald (Reggie) Gilyard, and Priya Huskins is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1e	Elect Director Mary Hogan Preusse	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael McKee, Jacqueline Brady, Reginald (Reggie) Gilyard, and Priya Huskins is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1f	Elect Director Priya Cherian Huskins	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael McKee, Jacqueline Brady, Reginald (Reggie) Gilyard, and Priya Huskins is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1g	Elect Director Jeff A. Jacobson	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael McKee, Jacqueline Brady, Reginald (Reggie) Gilyard, and Priya Huskins is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

Realty Income Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1h	Elect Director Gerardo I. Lopez	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael McKee, Jacqueline Brady, Reginald (Reggie) Gilyard, and Priya Huskins is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Michael D. McKee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael McKee, Jacqueline Brady, Reginald (Reggie) Gilyard, and Priya Huskins is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Gregory T. McLaughlin	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael McKee, Jacqueline Brady, Reginald (Reggie) Gilyard, and Priya Huskins is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Sumit Roy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael McKee, Jacqueline Brady, Reginald (Reggie) Gilyard, and Priya Huskins is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 16.63 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review. Annual incentives were primarily determined by pre-set objective metrics, and a majority of long-term incentives are performance conditioned and measured over multi-year periods.</i>				

Roblox Corporation

Meeting Date: 05/30/2024 **Country:** USA **Ticker:** RBLX
Record Date: 04/01/2024 **Meeting Type:** Annual
Primary Security ID: 771049103

Shares Voted: 4,373

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Anthony P. Lee	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Anthony Lee and Andrea Wong for lack of diversity on the board. WITHHOLD votes are warranted for governance committee members Anthony Lee and Andrea Wong given the board's failure to remove, or subject to a reasonable sunset requirement, the problematic capital structure, the supermajority vote requirement to enact certain changes to the governing documents, and the classified board, each of which adversely impacts shareholder rights.</i>				
1.2	Elect Director Andrea Wong	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Anthony Lee and Andrea Wong for lack of diversity on the board. WITHHOLD votes are warranted for governance committee members Anthony Lee and Andrea Wong given the board's failure to remove, or subject to a reasonable sunset requirement, the problematic capital structure, the supermajority vote requirement to enact certain changes to the governing documents, and the classified board, each of which adversely impacts shareholder rights.</i>				

Roblox Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A cautionary vote FOR this proposal is warranted. Significant concerns are raised as the company provided a very large security-related perquisite to the CEO. These concerns are somewhat mitigated given that this perk was the CEO's only compensation for fiscal 2023. However, continued monitoring is warranted as the CEO's annual equity compensation has been reinstated for fiscal 2024.</i></p>					
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i></p>					

SiTime Corporation

Meeting Date: 05/30/2024 **Country:** USA **Ticker:** SITM
Record Date: 04/04/2024 **Meeting Type:** Annual
Primary Security ID: 82982T106

Shares Voted: 85

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Edward H. Frank	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Edward (Ed) Frank and Christine Heckart for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee members Edward (Ed) Frank and Christine Heckart given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominee Dang-Hsing (Tom) Yiu is warranted.</i></p>					
1.2	Elect Director Christine A. Heckart	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Edward (Ed) Frank and Christine Heckart for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee members Edward (Ed) Frank and Christine Heckart given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominee Dang-Hsing (Tom) Yiu is warranted.</i></p>					
1.3	Elect Director Tom D. Yiu	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Edward (Ed) Frank and Christine Heckart for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee members Edward (Ed) Frank and Christine Heckart given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominee Dang-Hsing (Tom) Yiu is warranted.</i></p>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * High CEO pay relative to company performance compared to the company's peers; * High CEO pay in relation to company peer group CEO median pay levels; Furthermore, votes AGAINST this proposal are warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; and * The company maintains an auto-accelerated equity vesting change-in-control provision.</i></p>					

SiTime Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Ratify BDO USA, P.C. as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i></p>					

Workiva Inc.

Meeting Date: 05/30/2024 **Country:** USA **Ticker:** WK
Record Date: 04/01/2024 **Meeting Type:** Annual
Primary Security ID: 98139A105

Shares Voted: 150

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Robert H. Herz	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for Governance Committee member Robert Herz given the board's failure to remove, or subject to a sunset requirement, the problematic capital structure, the supermajority vote requirement to enact certain changes to the governing documents, and the classified board, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for incumbent nominating committee member Robert Herz for lack of diversity on the board. A vote FOR David Mulcahy is warranted.</i></p>					
1.2	Elect Director David S. Mulcahy	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for Governance Committee member Robert Herz given the board's failure to remove, or subject to a sunset requirement, the problematic capital structure, the supermajority vote requirement to enact certain changes to the governing documents, and the classified board, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for incumbent nominating committee member Robert Herz for lack of diversity on the board. A vote FOR David Mulcahy is warranted.</i></p>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; and * The company maintains a modified single trigger change-in-control agreement provision.</i></p>					
3	Amend Omnibus Stock Plan	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factors: * The plan cost is excessive; * The plan permits liberal recycling of shares; and * The plan allows broad discretion to accelerate vesting.</i></p>					
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i></p>					

Amgen Inc.

Meeting Date: 05/31/2024 **Country:** USA **Ticker:** AMGN
Record Date: 04/01/2024 **Meeting Type:** Annual
Primary Security ID: 031162100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Wanda M. Austin	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert (Bob) Eckert, Michael Drake, Greg Garland, Charles Holley Jr., Ellen Kullman, and Amy Miles is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
1b	Elect Director Robert A. Bradway	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert (Bob) Eckert, Michael Drake, Greg Garland, Charles Holley Jr., Ellen Kullman, and Amy Miles is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
1c	Elect Director Michael V. Drake	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert (Bob) Eckert, Michael Drake, Greg Garland, Charles Holley Jr., Ellen Kullman, and Amy Miles is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
1d	Elect Director Brian J. Druker	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert (Bob) Eckert, Michael Drake, Greg Garland, Charles Holley Jr., Ellen Kullman, and Amy Miles is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
1e	Elect Director Robert A. Eckert	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert (Bob) Eckert, Michael Drake, Greg Garland, Charles Holley Jr., Ellen Kullman, and Amy Miles is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
1f	Elect Director Greg C. Garland	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert (Bob) Eckert, Michael Drake, Greg Garland, Charles Holley Jr., Ellen Kullman, and Amy Miles is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
1g	Elect Director Charles M. Holley, Jr.	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert (Bob) Eckert, Michael Drake, Greg Garland, Charles Holley Jr., Ellen Kullman, and Amy Miles is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
1h	Elect Director S. Omar Ishrak	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert (Bob) Eckert, Michael Drake, Greg Garland, Charles Holley Jr., Ellen Kullman, and Amy Miles is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
1i	Elect Director Tyler Jacks	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert (Bob) Eckert, Michael Drake, Greg Garland, Charles Holley Jr., Ellen Kullman, and Amy Miles is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
1j	Elect Director Mary E. Klotman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert (Bob) Eckert, Michael Drake, Greg Garland, Charles Holley Jr., Ellen Kullman, and Amy Miles is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
1k	Elect Director Ellen J. Kullman	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert (Bob) Eckert, Michael Drake, Greg Garland, Charles Holley Jr., Ellen Kullman, and Amy Miles is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				

Amgen Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1l	Elect Director Amy E. Miles	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert (Bob) Eckert, Michael Drake, Greg Garland, Charles Holley Jr., Ellen Kullman, and Amy Miles is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review. Although some concerns are noted, the STI and LTI plans are primarily performance-conditioned.</i>				
3	Amend Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				

EPAM Systems, Inc.

Meeting Date: 05/31/2024

Country: USA

Ticker: EPAM

Record Date: 04/02/2024

Meeting Type: Annual

Primary Security ID: 29414B104

Shares Voted: 1,003

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Arkadiy Dobkin	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members DeAnne Aguirre and Robert Segert is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director DeAnne Aguirre	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members DeAnne Aguirre and Robert Segert is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Chandra McMahon	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members DeAnne Aguirre and Robert Segert is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Robert E. Segert	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members DeAnne Aguirre and Robert Segert is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 18.20 percent of the fees paid to the auditor are for non-audit purposes.</i>				

EPAM Systems, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review. While some concerns are noted, the CEO's annual incentive was entirely determined by pre-set objective metrics and performance-based equity will be incorporated into the long-term incentive for FY24.</i></p>					
4	Declassify the Board of Directors	SH	None	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as board declassification would enhance board accountability.</i></p>					

ESR Group Limited

Meeting Date: 05/31/2024

Country: Cayman Islands

Ticker: 1821

Record Date: 05/27/2024

Meeting Type: Annual

Primary Security ID: G31989109

Shares Voted: 209,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<p><i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR this resolution is warranted.</i></p>					
2	Approve Final Dividend	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine dividend proposal.</i></p>					
3a	Elect Joanne Sarah McNamara as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i></p>					
3b	Elect Simon James McDonald as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i></p>					
3c	Elect Jingsheng Liu as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i></p>					
3d	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Director fees at Hong Kong-listed companies are usually reasonable. In the absence of known concerns over director remuneration at the company, a vote FOR this proposal is warranted.</i></p>					
4	Approve Ernst & Young as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the audit firm, its remuneration, and the way the audit was conducted.</i></p>					

ESR Group Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted for the following: * The share issuance limit does not exceed 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has specified a discount limit which is 10 percent for issuance for cash and non-cash consideration.</i>					
6	Authorize Repurchase of Issued Share Capital	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted given the absence of any known issues concerning the proposed share repurchase.</i>					
7	Approve Proposed Amendments to the Memorandum and Articles and Adopt New Memorandum and Articles	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that the amendments are mainly proposed to reflect the company's current circumstances and are made on the basis of the relevant laws and regulations governing the company.</i>					

HIWIN Technologies Corp.

Meeting Date: 05/31/2024 **Country:** Taiwan **Ticker:** 2049
Record Date: 04/01/2024 **Meeting Type:** Annual
Primary Security ID: Y3226A102

Shares Voted: 5,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Business Report and Financial Statements	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for this routine resolution because no concerns have been identified.</i>					
2	Approve Plan on Profit Distribution	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because the proposed payout is considered reasonable.</i>					
3	Approve Amendments to Rules and Procedures Regarding Shareholder's General Meeting	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted given that the amendments are mostly to align company procedures with regulations and based on operational needs.</i>					

Li Auto Inc.

Meeting Date: 05/31/2024 **Country:** Cayman Islands **Ticker:** 2015
Record Date: 04/26/2024 **Meeting Type:** Annual
Primary Security ID: G5479M105

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts and financial statements, a vote FOR this resolution is warranted.</i>					
2	Elect Director Xing Wang	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST all director nominees is warranted because the board is not majority independent. A vote AGAINST incumbent nominating committee member Zhenyu Jiang is warranted for lack of diversity on the board.</i>					
3	Elect Director Zhenyu Jiang	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST all director nominees is warranted because the board is not majority independent. A vote AGAINST incumbent nominating committee member Zhenyu Jiang is warranted for lack of diversity on the board.</i>					
4	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For	For
<i>Voting Policy Rationale: In the absence of known concerns over director remuneration at the company, a vote FOR this proposal is warranted.</i>					
5	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST these resolutions is warranted for the following: * The aggregate share issuance limit is greater than 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has not specified the discount limit for issuance for cash and non-cash consideration.</i>					
6	Authorize Share Repurchase Program	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted the absence of any known issues concerning the proposed share repurchase.</i>					
7	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST these resolutions is warranted for the following: * The aggregate share issuance limit is greater than 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has not specified the discount limit for issuance for cash and non-cash consideration.</i>					
8	Approve PricewaterhouseCoopers and PricewaterhouseCoopers Zhong Tian LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 8.21 percent of the fees paid to the auditor are for non-audit purposes.</i>					

Lowe's Companies, Inc.

Meeting Date: 05/31/2024

Country: USA

Ticker: LOW

Record Date: 03/25/2024

Meeting Type: Annual

Primary Security ID: 548661107

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Raul Alvarez	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Richard (Rick) Dreiling, David Batchelder, Laurie Douglas, Brian Rogers and Bertram Scott for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director David H. Batchelder	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Richard (Rick) Dreiling, David Batchelder, Laurie Douglas, Brian Rogers and Bertram Scott for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Scott H. Baxter	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Richard (Rick) Dreiling, David Batchelder, Laurie Douglas, Brian Rogers and Bertram Scott for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Sandra B. Cochran	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Richard (Rick) Dreiling, David Batchelder, Laurie Douglas, Brian Rogers and Bertram Scott for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Laurie Z. Douglas	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Richard (Rick) Dreiling, David Batchelder, Laurie Douglas, Brian Rogers and Bertram Scott for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Richard W. Dreiling	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Richard (Rick) Dreiling, David Batchelder, Laurie Douglas, Brian Rogers and Bertram Scott for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Marvin R. Ellison	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Richard (Rick) Dreiling, David Batchelder, Laurie Douglas, Brian Rogers and Bertram Scott for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Navdeep Gupta	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Richard (Rick) Dreiling, David Batchelder, Laurie Douglas, Brian Rogers and Bertram Scott for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director Brian C. Rogers	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Richard (Rick) Dreiling, David Batchelder, Laurie Douglas, Brian Rogers and Bertram Scott for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.10	Elect Director Bertram L. Scott	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Richard (Rick) Dreiling, David Batchelder, Laurie Douglas, Brian Rogers and Bertram Scott for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Lowes Companies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.11	Elect Director Lawrence Simkins	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Richard (Rick) Dreiling, David Batchelder, Laurie Douglas, Brian Rogers and Bertram Scott for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.12	Elect Director Colleen Taylor	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Richard (Rick) Dreiling, David Batchelder, Laurie Douglas, Brian Rogers and Bertram Scott for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.13	Elect Director Mary Beth West	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Richard (Rick) Dreiling, David Batchelder, Laurie Douglas, Brian Rogers and Bertram Scott for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance were reasonably aligned for the year in review. Though concerns exist in the LTI plan, equity awards are performance-based and measured over a multi-year period, while the STI plan is primarily based on pre-set financial measures.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 5.09 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Novatek Microelectronics Corp.

Meeting Date: 05/31/2024 **Country:** Taiwan **Ticker:** 3034
Record Date: 04/01/2024 **Meeting Type:** Annual
Primary Security ID: Y64153102

Shares Voted: 4,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Business Operations Report and Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for this routine resolution because no concerns have been identified.</i>				
2	Approve Plan on Profit Distribution	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the proposed payout is considered reasonable.</i>				
	ELECT NON-INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt			
3.1	Elect T. S. Ho, with Shareholder No. 6, as Non-independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				

Novatek Microelectronics Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.2	Elect Steve Wang, with Shareholder No. 8136, as Non-independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
3.3	Elect Linda Cheng, with Shareholder No. A225178XXX, as Non-independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
	ELECT INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt			
3.4	Elect Jack Liu, with Shareholder No. H101286XXX, as Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
3.5	Elect TingTing Hwang, with Shareholder No. A227898XXX, as Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
3.6	Elect Huey-Jen Su, with Shareholder No. D220038XXX, as Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
3.7	Elect James Wang, with Shareholder No. N120284XXX, as Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
3.8	Elect Sharon Liao, with Shareholder No. B220787XXX, as Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
4	Approve Release of Restrictions of Competitive Activities of Newly Appointed Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because sufficient details have been provided regarding the proposal and no significant concern relating to outside board positions has been identified.</i>				

Xinyi Solar Holdings Limited

Meeting Date: 05/31/2024

Country: Cayman Islands

Ticker: 968

Record Date: 05/27/2024

Meeting Type: Annual

Primary Security ID: G9829N102

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR this resolution is warranted.</i>				
2	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine dividend proposal.</i>				
3A1	Elect Lee Shing Put as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted.</i>				
3A2	Elect Lee Man Yin as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted.</i>				
3A3	Elect Lee Yin Yee as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted.</i>				
3A4	Elect Lo Wan Sing, Vincent as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted.</i>				
3A5	Elect Kan E-ting, Martin as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted.</i>				
3B	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: Director fees at Hong Kong-listed companies are usually reasonable. In the absence of known concerns over director remuneration at the company, a vote FOR this proposal is warranted.</i>				
4	Approve PricewaterhouseCoopers as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the audit firm, its remuneration, and the way the audit was conducted.</i>				
5	Authorize Repurchase of Issued Share Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted given the absence of any known issues concerning the proposed share repurchase.</i>				
6	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST these resolutions is warranted for the following: * The aggregate share issuance limit is greater than 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has not specified the discount limit for issuance for cash and non-cash consideration.</i>				
7	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST these resolutions is warranted for the following: * The aggregate share issuance limit is greater than 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has not specified the discount limit for issuance for cash and non-cash consideration.</i>				

Xinyi Solar Holdings Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8	Adopt 2024 Share Option Scheme, Scheme Mandate Limit and Service Provider Sublimit and Related Transactions	Mgmt	For	Against	Against

*Voting Policy Rationale: A vote AGAINST this resolution is warranted because: * The company could be considered a mature company, and the limit under the proposed 2024 SOS, together with other share incentive schemes of the company, exceeds 5 percent of the company's issued capital. * Performance conditions and meaningful vesting periods have not been disclosed. * The directors eligible to receive options under the 2024 SOS are involved in its administration.*

Century Aluminum Company

Meeting Date: 06/03/2024 **Country:** USA **Ticker:** CENX
Record Date: 04/08/2024 **Meeting Type:** Annual
Primary Security ID: 156431108

Shares Voted: 4,101

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Jarl Berntzen	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Andrew Michelmores, Jarl Berntzen, Jennifer (Jenny) Bush, Errol Glasser and Tamla Olivier for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.2	Elect Director Jennifer Bush	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Andrew Michelmores, Jarl Berntzen, Jennifer (Jenny) Bush, Errol Glasser and Tamla Olivier for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.3	Elect Director Jesse E. Gary	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Andrew Michelmores, Jarl Berntzen, Jennifer (Jenny) Bush, Errol Glasser and Tamla Olivier for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.4	Elect Director Errol Glasser	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Andrew Michelmores, Jarl Berntzen, Jennifer (Jenny) Bush, Errol Glasser and Tamla Olivier for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.5	Elect Director Wilhelm van Jaarsveld	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Andrew Michelmores, Jarl Berntzen, Jennifer (Jenny) Bush, Errol Glasser and Tamla Olivier for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.6	Elect Director Andrew Michelmores	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Andrew Michelmores, Jarl Berntzen, Jennifer (Jenny) Bush, Errol Glasser and Tamla Olivier for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.7	Elect Director Tamla A. Olivier	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Andrew Michelmores, Jarl Berntzen, Jennifer (Jenny) Bush, Errol Glasser and Tamla Olivier for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

Century Aluminum Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. While annual incentive awards are primarily based on pre-set quantitative metrics, LTI awards remain half performance-based, and closing-cycle PSUs vested below target in line with performance, annual incentive awards paid out above target on metrics with undisclosed or non-rigorous goals, and CEO Gary received additional discretionary cash bonuses. Moreover, the proportion of performance equity in LTI awards was reduced without rationale and the underlying share count of the CEO's equity award increased significantly. Half of PSU awards utilize just a two-year performance period, and vesting levels are subject to a strategic objectives modifier which appears to be discretionary in nature with no disclosed cap on payouts in the event of negative absolute TSR.</i></p>					

China Literature Limited

Meeting Date: 06/03/2024 **Country:** Cayman Islands **Ticker:** 772
Record Date: 05/28/2024 **Meeting Type:** Annual
Primary Security ID: G2121R103

Shares Voted: 10,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<p><i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR this resolution is warranted.</i></p>					
2A	Elect Hou Xiaonan as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: In the absence of any significant issues concerning the nominees, a vote FOR their election is warranted.</i></p>					
2B	Elect Huang Yan as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: In the absence of any significant issues concerning the nominees, a vote FOR their election is warranted.</i></p>					
2C	Elect Yu Chor Woon Carol as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: In the absence of any significant issues concerning the nominees, a vote FOR their election is warranted.</i></p>					
2D	Elect Liu Junmin as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: In the absence of any significant issues concerning the nominees, a vote FOR their election is warranted.</i></p>					
2E	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Director fees at Hong Kong-listed companies are usually reasonable. In the absence of known concerns over director remuneration at the company, a vote FOR this proposal is warranted.</i></p>					

China Literature Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve PricewaterhouseCoopers as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted.</i>				
4A	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST these resolutions is warranted for the following: * The aggregate share issuance limit is greater than 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has not specified the discount limit for issuance for cash and non-cash consideration.</i>				
4B	Authorize Repurchase of Issued Share Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted given the absence of any known issues concerning the proposed share repurchase.</i>				
4C	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST these resolutions is warranted for the following: * The aggregate share issuance limit is greater than 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has not specified the discount limit for issuance for cash and non-cash consideration.</i>				
5	Approve Grant of Scheme Mandate to the Directors to Issue Underlying All Options and Awards Under the Share Schemes	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted because: * The company could be considered a mature company, and the limit under the Share Schemes, together with other incentive schemes of the company, exceed 5 percent of the company's issued capital. * Performance conditions and meaningful vesting periods under the RSU Scheme and Share Option Plan have not been disclosed. * The directors eligible to receive awards and options under the RSU Scheme and Share Option Plan, respectively, are involved in the administration of the said schemes.</i>				
6	Approve 2025 Advertisement Cooperation Framework Agreement, Proposed Annual Caps and Related Transaction	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given: * the transactions to be contemplated under this proposal are within the ordinary and usual course of the company's business and are on normal commercial terms; and * the independent non-executive directors and independent financial advisor believe that the transactions are fair and reasonable for the company's shareholders.</i>				
7	Amend Memorandum and Articles of Association and Adopt Ninth Amended and Restated Memorandum and Articles of Association	Mgmt	For	For	For
	<i>Voting Policy Rationale: Given that the amendments are mainly proposed to reflect changes in the relevant laws and regulations and that overall, the amendments would enhance shareholders' rights, a vote FOR this proposal is warranted.</i>				

Grocery Outlet Holding Corp.

Meeting Date: 06/03/2024

Country: USA

Ticker: GO

Record Date: 04/09/2024

Meeting Type: Annual

Primary Security ID: 39874R101

Grocery Outlet Holding Corp.

Shares Voted: 617

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Mary Kay Haben	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Mary Kay Haben is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Gail Moody-Byrd	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Mary Kay Haben is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Jeffrey R. York	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Mary Kay Haben is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 10.05 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i>				

Henderson Land Development Company Limited

Meeting Date: 06/03/2024

Country: Hong Kong

Ticker: 12

Record Date: 05/28/2024

Meeting Type: Annual

Primary Security ID: Y31476107

Shares Voted: 101,000

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

Henderson Land Development Company Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.3	Elect Fung Hau Chung, Andrew as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the election of Ko Ping Keung is warranted for serving on more than six public company boards. In the absence of any significant issues concerning other nominees, a vote FOR their election is warranted.</i>				
3.4	Elect Ko Ping Keung as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the election of Ko Ping Keung is warranted for serving on more than six public company boards. In the absence of any significant issues concerning other nominees, a vote FOR their election is warranted.</i>				
3.5	Elect Woo Ka Biu, Jackson as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the election of Ko Ping Keung is warranted for serving on more than six public company boards. In the absence of any significant issues concerning other nominees, a vote FOR their election is warranted.</i>				
3.6	Elect Poon Chung Kwong as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the election of Ko Ping Keung is warranted for serving on more than six public company boards. In the absence of any significant issues concerning other nominees, a vote FOR their election is warranted.</i>				
4	Approve KPMG as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the audit firm, its remuneration, and the way the audit was conducted.</i>				
5A	Authorize Repurchase of Issued Share Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted given the absence of any known issues concerning the proposed share repurchase.</i>				
5B	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST these resolutions is warranted for the following: * The aggregate share issuance limit is greater than 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has not specified the discount limit for issuance for cash and non-cash consideration.</i>				
5C	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST these resolutions is warranted for the following: * The aggregate share issuance limit is greater than 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has not specified the discount limit for issuance for cash and non-cash consideration.</i>				

LeMaitre Vascular, Inc.

Meeting Date: 06/03/2024

Country: USA

Ticker: LMAT

Record Date: 04/05/2024

Meeting Type: Annual

Primary Security ID: 525558201

Shares Voted: 350

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Lawrence J. Jasinski	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Lawrence (Larry) Jasinski for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

LeMaitre Vascular, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director John J. O'Connor	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Lawrence (Larry) Jasinski for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Joseph P. Pellegrino, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Lawrence (Larry) Jasinski for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; and * The company has not disclosed any risk mitigators, such as a clawback policy, CEO stock ownership guidelines, or stock holding period requirements.</i>				
3	Amend Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
4	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				

Redeia Corporacion SA

Meeting Date: 06/03/2024 **Country:** Spain **Ticker:** RED
Record Date: 05/29/2024 **Meeting Type:** Annual
Primary Security ID: E42807110

Shares Voted: 63,244

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Standalone Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted due to a lack of concern regarding the accounts presented or audit procedures used.</i>				
2	Approve Consolidated Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted due to a lack of concern regarding the accounts presented or audit procedures used.</i>				
3	Approve Allocation of Income and Dividends	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted due to a lack of controversy surrounding the proposed dividend.</i>				
4	Approve Non-Financial Information Statement	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted due to a lack of specific concern about the non-financial information reported by the company.</i>				

Redeia Corporacion SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Approve Discharge of Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted as there is no evidence that the board or the management have not fulfilled their fiduciary duties.</i>				
6.1	Reelect Beatriz Corredor Sierra as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the nominations of Beatriz Corredor Sierra, Roberto Garcia Merino, and Guadalupe de la Mata Muñoz is warranted because of the absence of concerns regarding the nominees and the board's composition.</i>				
6.2	Reelect Roberto Garcia Merino as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the nominations of Beatriz Corredor Sierra, Roberto Garcia Merino, and Guadalupe de la Mata Muñoz is warranted because of the absence of concerns regarding the nominees and the board's composition.</i>				
6.3	Elect Guadalupe de la Mata Munoz as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the nominations of Beatriz Corredor Sierra, Roberto Garcia Merino, and Guadalupe de la Mata Muñoz is warranted because of the absence of concerns regarding the nominees and the board's composition.</i>				
7	Authorize Increase in Capital up to 50 Percent via Issuance of Equity or Equity-Linked Securities, Excluding Preemptive Rights of up to 10 Percent	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted, as the proposed issuance requests do not entail excessive dilution.</i>				
8	Authorize Issuance of Convertible Bonds, Debentures, Warrants, and Other Debt Securities up to EUR 5 Billion with Exclusion of Preemptive Rights up to 10 Percent of Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted, as the proposed issuance requests do not entail excessive dilution.</i>				
9.1	Authorize Share Repurchase Program	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the share repurchase mandate under Item 9.1 is warranted as the volume and duration provisions are within recommended limits and there are no concerns over the company's use of past mandates. A vote FOR the Stock-for-Salary Plan under Item 9.2 is warranted because: * There is no value transfer in shares-in-lieu-of-cash remuneration schemes; * The plan is non-dilutive as it is funded by treasury shares; and * Share awarded under the plan are at market prices. A vote FOR the cancelation of previous authorization under Item 9.3 is warranted because the proposal is uncontroversial.</i>				
9.2	Approve Stock-for-Salary Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the share repurchase mandate under Item 9.1 is warranted as the volume and duration provisions are within recommended limits and there are no concerns over the company's use of past mandates. A vote FOR the Stock-for-Salary Plan under Item 9.2 is warranted because: * There is no value transfer in shares-in-lieu-of-cash remuneration schemes; * The plan is non-dilutive as it is funded by treasury shares; and * Share awarded under the plan are at market prices. A vote FOR the cancelation of previous authorization under Item 9.3 is warranted because the proposal is uncontroversial.</i>				

Redeia Corporacion SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
9.3	Revoke All Previous Authorizations	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the share repurchase mandate under Item 9.1 is warranted as the volume and duration provisions are within recommended limits and there are no concerns over the company's use of past mandates. A vote FOR the Stock-for-Salary Plan under Item 9.2 is warranted because: * There is no value transfer in shares-in-lieu-of-cash remuneration schemes; * The plan is non-dilutive as it is funded by treasury shares; and * Share awarded under the plan are at market prices. A vote FOR the cancelation of previous authorization under Item 9.3 is warranted because the proposal is uncontroversial.</i>				
10.1	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted due to a lack of concerns regarding the company's pay practices during FY2023.</i>				
10.2	Approve Remuneration of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed remuneration for board-related duties is within market standards and the quantum remains unchanged.</i>				
10.3	Approve Remuneration Policy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the terms of the company's remuneration policy are uncontroversial.</i>				
11	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this standard resolution is warranted as it provides the board with the means to carry out the agreements validly adopted by the general meeting.</i>				
12	Receive Corporate Governance Report	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
13	Receive Sustainability Report for FY 2023	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				

Titan Machinery Inc.

Meeting Date: 06/03/2024

Country: USA

Ticker: TITN

Record Date: 04/10/2024

Meeting Type: Annual

Primary Security ID: 88830R101

Shares Voted: 1,729

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Stan Erickson	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Stan Erickson, Jody Horner and Richard Mack for lack of diversity on the board.</i>				
1.2	Elect Director Jody Horner	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Stan Erickson, Jody Horner and Richard Mack for lack of diversity on the board.</i>				
1.3	Elect Director Richard Mack	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Stan Erickson, Jody Horner and Richard Mack for lack of diversity on the board.</i>				

Titan Machinery Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, with caution. The compensation committee demonstrated limited responsiveness to concerns following last year's low say-on-pay vote result.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				

UnitedHealth Group Incorporated

Meeting Date: 06/03/2024 Country: USA Ticker: UNH
 Record Date: 04/05/2024 Meeting Type: Annual
 Primary Security ID: 91324P102

Shares Voted: 10,171

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Charles Baker	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michele Hooper, Timothy (Tim) Flynn, Frederick (Bill) McNabb III, and John Noseworthy is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Timothy Flynn	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michele Hooper, Timothy (Tim) Flynn, Frederick (Bill) McNabb III, and John Noseworthy is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Paul Garcia	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michele Hooper, Timothy (Tim) Flynn, Frederick (Bill) McNabb III, and John Noseworthy is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Kristen Gil	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michele Hooper, Timothy (Tim) Flynn, Frederick (Bill) McNabb III, and John Noseworthy is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Stephen Hemsley	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michele Hooper, Timothy (Tim) Flynn, Frederick (Bill) McNabb III, and John Noseworthy is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Michele Hooper	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michele Hooper, Timothy (Tim) Flynn, Frederick (Bill) McNabb III, and John Noseworthy is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

UnitedHealth Group Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1g	Elect Director F. William McNabb, III	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michele Hooper, Timothy (Tim) Flynn, Frederick (Bill) McNabb III, and John Noseworthy is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1h	Elect Director Valerie Montgomery Rice	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michele Hooper, Timothy (Tim) Flynn, Frederick (Bill) McNabb III, and John Noseworthy is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1i	Elect Director John Noseworthy	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michele Hooper, Timothy (Tim) Flynn, Frederick (Bill) McNabb III, and John Noseworthy is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1j	Elect Director Andrew Witty	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michele Hooper, Timothy (Tim) Flynn, Frederick (Bill) McNabb III, and John Noseworthy is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, as pay and performance are reasonably aligned for the year under review. There are concerns noted in the analysis, as forward-looking PSU goals are not disclosed and the STI allows for considerable discretion. Nevertheless the LTIP was targeted to be half performance-conditioned, measured over a multi-year period, and the committee exercised negative discretion to reduce 2023 STI payouts.</i></p>					
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 10.42 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
4	Report on Congruency of Political Spending with Company Values and Priorities	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, as a report assessing the company's value alignment with political expenditures would enable shareholders to have a greater understanding of how the company oversees and manages risks related to its political affiliations.</i></p>					

Varonis Systems, Inc.

Meeting Date: 06/03/2024

Country: USA

Ticker: VRNS

Record Date: 04/08/2024

Meeting Type: Annual

Primary Security ID: 922280102

Shares Voted: 10,281

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Gili Iohan	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Gili Iohan for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

Varonis Systems, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director Rachel Prishkolnik	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Gili Iohan for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.3	Elect Director Ofer Segev	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Gili Iohan for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
2	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
<i>Voting Policy Rationale: A vote for the adoption of an ANNUAL say-on-pay frequency is warranted. Annual say-on-pay votes are considered a best practice as they give shareholders a regular opportunity to opine on executive pay.</i>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i>					
4	Ratify Kost Forer Gabbay & Kasierer as Auditors	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST the ratification of the company's auditor is warranted given that non-audit fees represent 27.08 percent of the total fees received by the auditor during the fiscal year, raising substantial doubts over the independence of the auditor.</i>					
5	Amend Omnibus Stock Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>					

Watsco, Inc.

Meeting Date: 06/03/2024 **Country:** USA **Ticker:** WSO
Record Date: 04/05/2024 **Meeting Type:** Annual
Primary Security ID: 942622200

Shares Voted: 495

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Director Barry S. Logan	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST all director nominees is warranted because a majority of the board is not independent.</i>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. The STIP lacks disclosure for its metrics' targets, weightings, and results and, though no bonuses were awarded for FY23, concerns are raised with the structure of the program which allows for discretionary bonuses to half of the NEOs. Further, while LTIP equity grants are entirely performance-conditioned and have unusually long vesting periods, awards are made in Class B shares which have preferential voting rights. The CEO has also earned the maximum grant in each of the last three years. In addition, concerns are raised with respect to high CEO pay relative to company performance compared to the company's peers and high CEO pay in relation to company peer group CEO median pay levels.</i>					

Watsco, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i></p>					

ACI Worldwide, Inc.

Meeting Date: 06/04/2024 **Country:** USA **Ticker:** ACIW
Record Date: 04/09/2024 **Meeting Type:** Annual
Primary Security ID: 004498101

Shares Voted: 364

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Adalio T. Sanchez	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Janet Estep, Mary Harman, and Charles Peters Jr. is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.2	Elect Director Juan A. Benitez	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Janet Estep, Mary Harman, and Charles Peters Jr. is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.3	Elect Director Janet O. Estep	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Janet Estep, Mary Harman, and Charles Peters Jr. is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.4	Elect Director Mary P. Harman	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Janet Estep, Mary Harman, and Charles Peters Jr. is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.5	Elect Director Katrinka B. McCallum	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Janet Estep, Mary Harman, and Charles Peters Jr. is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.6	Elect Director Charles E. Peters, Jr.	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Janet Estep, Mary Harman, and Charles Peters Jr. is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.7	Elect Director Thomas W. Warsop, III	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Janet Estep, Mary Harman, and Charles Peters Jr. is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.8	Elect Director Samir M. Zabaneh	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Janet Estep, Mary Harman, and Charles Peters Jr. is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 18.90 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					

ACI Worldwide, Inc.

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

Booking Holdings Inc.

Meeting Date: 06/04/2024 **Country:** USA **Ticker:** BKNG
Record Date: 04/09/2024 **Meeting Type:** Annual
Primary Security ID: 09857L108

Shares Voted: 382

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Glenn D. Fogel	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>					
1.2	Elect Director Miriam M. Graddick-Weir	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>					
1.3	Elect Director Kelly Grier	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>					
1.4	Elect Director Wei Hopeman	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>					
1.5	Elect Director Robert J. Mylod, Jr.	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>					
1.6	Elect Director Charles H. Noski	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>					
1.7	Elect Director Larry Quinlan	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>					
1.8	Elect Director Nicholas J. Read	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>					
1.9	Elect Director Thomas E. Rothman	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>					
1.10	Elect Director Sumit Singh	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>					
1.11	Elect Director Lynn Vojvodich Radakovich	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>					

Booking Holdings Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.12	Elect Director Vanessa A. Wittman	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time. The annual incentive bonus pool is funded based on pre-set financial goals, although the plan allows for a significant degree of committee discretion. However, an STIP payout cap is expected to be implemented in FY24. Further, equity awards are majority performance-conditioned, the LTIP is measured over a multi-year period, and the relative TSR metric is capped at target in the event absolute company TSR is negative. Nonetheless, continued monitoring of the pay program is warranted as the company continues to undergo pay program changes, particularly given the relatively high payout opportunities.</i>					
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>					
4	Amend Clawback Policy	SH	Against	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted as the company's current clawback policy does not provide for the disclosure of the amounts and circumstances surrounding all recoupments. Such disclosure would benefit shareholders.</i>					
5	Report on Risks Related to Fulfilling Information Requests for Enforcing Laws Criminalizing Abortion Access	SH	Against	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as additional disclosure on the potential risks and costs associated with the fulfillment of information requests for the enforcement of state laws related to reproductive rights would allow shareholders to assess how the company is managing such risks.</i>					

Builders FirstSource, Inc.

Meeting Date: 06/04/2024 **Country:** USA **Ticker:** BLDR
Record Date: 04/12/2024 **Meeting Type:** Annual
Primary Security ID: 12008R107

Shares Voted: 1,999

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Cleveland A. Christophe	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Cleveland Christophe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.2	Elect Director W. Bradley Hayes	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Cleveland Christophe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.3	Elect Director Brett N. Milgrim	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Cleveland Christophe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

Builders FirstSource, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.4	Elect Director David E. Rush	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Cleveland Christophe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance were reasonably aligned for the year in review.</i></p>					
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 19.02 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					

Cloudflare, Inc.

Meeting Date: 06/04/2024 **Country:** USA **Ticker:** NET
Record Date: 04/10/2024 **Meeting Type:** Annual
Primary Security ID: 18915M107

Shares Voted: 6,450

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Maria Eitel	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Maria Eitel and Katrin Suder for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee members Maria Eitel and Katrin Suder given the board's failure to remove, or subject to a sunset requirement, the dual-class capital structure, the supermajority vote requirement to enact certain changes to the governing documents, and the classified board structure, each of which adversely impacts shareholder rights. A vote FOR director nominee Matthew Prince is warranted.</i></p>					
1.2	Elect Director Matthew Prince	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Maria Eitel and Katrin Suder for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee members Maria Eitel and Katrin Suder given the board's failure to remove, or subject to a sunset requirement, the dual-class capital structure, the supermajority vote requirement to enact certain changes to the governing documents, and the classified board structure, each of which adversely impacts shareholder rights. A vote FOR director nominee Matthew Prince is warranted.</i></p>					
1.3	Elect Director Katrin Suder	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Maria Eitel and Katrin Suder for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee members Maria Eitel and Katrin Suder given the board's failure to remove, or subject to a sunset requirement, the dual-class capital structure, the supermajority vote requirement to enact certain changes to the governing documents, and the classified board structure, each of which adversely impacts shareholder rights. A vote FOR director nominee Matthew Prince is warranted.</i></p>					
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 10.64 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against

Voting Policy Rationale: A vote AGAINST this proposal is warranted. Concerns are raised as FY23 compensation for NEOs consisted primarily of large time-vesting restricted shares, with FY23 incentive programs lacking objective performance metrics and quantified goals. In addition, the concerns surrounding the grants are magnified, particularly for two NEOs, as it comes only one year after receiving large performance stock option awards.

Cognizant Technology Solutions Corporation

Meeting Date: 06/04/2024 **Country:** USA **Ticker:** CTSH
Record Date: 04/08/2024 **Meeting Type:** Annual
Primary Security ID: 192446102

Shares Voted: 2,815

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Zein Abdalla	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephen (Steve) Rohleder, Zein Abdalla, Vinita Bali, Leo Mackay Jr., and Abraham (Bram) Schot is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1b	Elect Director Vinita Bali	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephen (Steve) Rohleder, Zein Abdalla, Vinita Bali, Leo Mackay Jr., and Abraham (Bram) Schot is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1c	Elect Director Eric Branderiz	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephen (Steve) Rohleder, Zein Abdalla, Vinita Bali, Leo Mackay Jr., and Abraham (Bram) Schot is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1d	Elect Director Archana Deskus	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephen (Steve) Rohleder, Zein Abdalla, Vinita Bali, Leo Mackay Jr., and Abraham (Bram) Schot is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1e	Elect Director John M. Dineen	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephen (Steve) Rohleder, Zein Abdalla, Vinita Bali, Leo Mackay Jr., and Abraham (Bram) Schot is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1f	Elect Director Ravi Kumar S	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephen (Steve) Rohleder, Zein Abdalla, Vinita Bali, Leo Mackay Jr., and Abraham (Bram) Schot is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1g	Elect Director Leo S. Mackay, Jr.	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephen (Steve) Rohleder, Zein Abdalla, Vinita Bali, Leo Mackay Jr., and Abraham (Bram) Schot is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

Cognizant Technology Solutions Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1h	Elect Director Michael Patsalos-Fox	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephen (Steve) Rohleder, Zein Abdalla, Vinita Bali, Leo Mackay Jr., and Abraham (Bram) Schot is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Stephen "Steve" J. Rohleder	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephen (Steve) Rohleder, Zein Abdalla, Vinita Bali, Leo Mackay Jr., and Abraham (Bram) Schot is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Abraham "Bram" Schot	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephen (Steve) Rohleder, Zein Abdalla, Vinita Bali, Leo Mackay Jr., and Abraham (Bram) Schot is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Joseph M. Velli	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephen (Steve) Rohleder, Zein Abdalla, Vinita Bali, Leo Mackay Jr., and Abraham (Bram) Schot is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director Sandra S. Wijnberg	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephen (Steve) Rohleder, Zein Abdalla, Vinita Bali, Leo Mackay Jr., and Abraham (Bram) Schot is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review. A majority of the annual incentives were tied to pre-set financial measures and annual equity awards were primarily performance-conditioned. The committee exercised positive discretion on annual incentive payouts, but below target payouts are generally in line with recent company performance.</i>				
3	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation and to Remove Obsolete Provisions	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i>				
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 8.55 percent of the fees paid to the auditor are for non-audit purposes.</i>				
5	Adopt Policy on Fair Treatment of Shareholder Nominees	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted as the proponent as not provided a compelling argument that the proposed policy would materially protect or improve shareholders' rights.</i>				

Meeting Date: 06/04/2024

Country: USA

Ticker: FTV

Record Date: 04/08/2024

Meeting Type: Annual

Primary Security ID: 34959J108

Shares Voted: 16,014

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Eric Branderiz	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alan Spoon, Eric Branderiz, Sharmistha (Shar) Dubey, and Jeannine Sargent is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Daniel L. Comas	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alan Spoon, Eric Branderiz, Sharmistha (Shar) Dubey, and Jeannine Sargent is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Sharmistha Dubey	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alan Spoon, Eric Branderiz, Sharmistha (Shar) Dubey, and Jeannine Sargent is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Rejji P. Hayes	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alan Spoon, Eric Branderiz, Sharmistha (Shar) Dubey, and Jeannine Sargent is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Wright Lassiter, III	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alan Spoon, Eric Branderiz, Sharmistha (Shar) Dubey, and Jeannine Sargent is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director James A. Lico	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alan Spoon, Eric Branderiz, Sharmistha (Shar) Dubey, and Jeannine Sargent is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Kate D. Mitchell	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alan Spoon, Eric Branderiz, Sharmistha (Shar) Dubey, and Jeannine Sargent is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Jeannine P. Sargent	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alan Spoon, Eric Branderiz, Sharmistha (Shar) Dubey, and Jeannine Sargent is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Alan G. Spoon	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alan Spoon, Eric Branderiz, Sharmistha (Shar) Dubey, and Jeannine Sargent is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Fortive Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * A majority of equity awards to the CEO are not tied to performance-contingent pay elements; * High CEO pay relative to company performance compared to the company's peers; and * High CEO pay in relation to company peer group CEO median pay levels.</i></p>					
3	Amend Certificate of Incorporation to Include Officer Exculpation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i></p>					
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.56 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
5	Amend Bylaw Regarding Stockholder Approval of Director Compensation	SH	Against	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted, as the proponent has not raised a compelling argument for adopting a novel and potentially disruptive binding bylaw amendment pertaining to director compensation. Furthermore, in the absence of director pay magnitude and structure concerns, this proposal seeks a requirement that is considered overly prescriptive.</i></p>					

Juniper Networks, Inc.

Meeting Date: 06/04/2024

Country: USA

Ticker: JNPR

Record Date: 04/08/2024

Meeting Type: Annual

Primary Security ID: 48203R104

Shares Voted: 33,875

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Anne DeSanto	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven (Steve) Fernandez and William Stensrud is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Kevin DeNuccio	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven (Steve) Fernandez and William Stensrud is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director James Dolce	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven (Steve) Fernandez and William Stensrud is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1d	Elect Director Steven Fernandez	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven (Steve) Fernandez and William Stensrud is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

Juniper Networks, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1e	Elect Director Christine Gorjanc	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven (Steve) Fernandez and William Stensrud is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Janet Haugen	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven (Steve) Fernandez and William Stensrud is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Scott Kriens	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven (Steve) Fernandez and William Stensrud is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Rahul Merchant	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven (Steve) Fernandez and William Stensrud is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Rami Rahim	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven (Steve) Fernandez and William Stensrud is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director William Stensrud	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven (Steve) Fernandez and William Stensrud is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 8.97 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned. Annual incentives are primarily based on objective metrics and a majority of long-term equity awards were tied to performance for the year in review.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
5	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that the purchase price and number of shares reserved is reasonable, and the offer period is within the limits prescribed by Section 423 of the Internal Revenue Code.</i>				

Krones AG

Meeting Date: 06/04/2024

Country: Germany

Ticker: KRN

Record Date: 05/13/2024

Meeting Type: Annual

Primary Security ID: D47441171

Shares Voted: 157

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
2	Approve Allocation of Income and Dividends of EUR 2.20 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i>				
3	Approve Discharge of Management Board for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4	Approve Discharge of Supervisory Board for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
5.1	Ratify EY GmbH & Co. KG as Auditors for Fiscal Year 2024	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR are warranted because there are no concerns regarding these proposals.</i>				
5.2	Ratify EY GmbH & Co. KG as Auditor for the Sustainability Reporting for Fiscal Year 2024	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR are warranted because there are no concerns regarding these proposals.</i>				
6	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the company's remuneration practices are broadly in line with best practice standards in Germany, and pay and performance appear reasonably aligned at this time.</i>				
7	Amend Articles Re: Proof of Entitlement	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposed article amendment is warranted because it reflects amendments in line with new German statutory requirements.</i>				

PROCEPT BioRobotics Corporation

Meeting Date: 06/04/2024

Country: USA

Ticker: PRCT

Record Date: 04/05/2024

Meeting Type: Annual

Primary Security ID: 74276L105

Shares Voted: 669

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Amy Dodrill	Mgmt	For	Withhold	Withhold

PROCEPT BioRobotics Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Reza Zadno, Amy Dodrill and Taylor Harris for lack of diversity on the board. WITHHOLD votes are warranted for incumbent director nominees Reza Zadno, Amy Dodrill, and Taylor Harris given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights.</i>				
1.2	Elect Director Taylor Harris	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Reza Zadno, Amy Dodrill and Taylor Harris for lack of diversity on the board. WITHHOLD votes are warranted for incumbent director nominees Reza Zadno, Amy Dodrill, and Taylor Harris given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights.</i>				
1.3	Elect Director Reza Zadno	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Reza Zadno, Amy Dodrill and Taylor Harris for lack of diversity on the board. WITHHOLD votes are warranted for incumbent director nominees Reza Zadno, Amy Dodrill, and Taylor Harris given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, with caution. Although certain disclosure is lacking with respect to the annual incentive program, the program remains predominantly based on objective measures and below-target payouts were aligned with performance in FY23. In addition, although FY23 LTI awards were entirely time-based, the committee introduced performance-based equity into the program beginning in FY24. Given these factors, a pay-for-performance misalignment is mitigated for the year under review. However, continued monitoring of the pay program is warranted in light of increasing levels of CEO pay and the company's use of outsized peers.</i>				

RioCan Real Estate Investment Trust

Meeting Date: 06/04/2024

Country: Canada

Ticker: REI.UN

Record Date: 04/19/2024

Meeting Type: Annual

Primary Security ID: 766910103

Shares Voted: 25,008

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Trustee Bonnie Brooks	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Siim Vanaselja, Bonnie Brooks, Marie-Josée Lamothe, and S. Jane Marshall for lack of diversity on the board. Vote FOR the remaining proposed nominees as no other significant concerns have been identified at this time.</i>				
1.2	Elect Trustee Richard Dansereau	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Siim Vanaselja, Bonnie Brooks, Marie-Josée Lamothe, and S. Jane Marshall for lack of diversity on the board. Vote FOR the remaining proposed nominees as no other significant concerns have been identified at this time.</i>				

RioCan Real Estate Investment Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Trustee Janice Fukakusa	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Siim Vanaselja, Bonnie Brooks, Marie-Josée Lamothe, and S. Jane Marshall for lack of diversity on the board. Vote FOR the remaining proposed nominees as no other significant concerns have been identified at this time.</i>				
1.4	Elect Trustee Jonathan Gitlin	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Siim Vanaselja, Bonnie Brooks, Marie-Josée Lamothe, and S. Jane Marshall for lack of diversity on the board. Vote FOR the remaining proposed nominees as no other significant concerns have been identified at this time.</i>				
1.5	Elect Trustee Marie-Josée Lamothe	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Siim Vanaselja, Bonnie Brooks, Marie-Josée Lamothe, and S. Jane Marshall for lack of diversity on the board. Vote FOR the remaining proposed nominees as no other significant concerns have been identified at this time.</i>				
1.6	Elect Trustee Dale H. Lastman	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Siim Vanaselja, Bonnie Brooks, Marie-Josée Lamothe, and S. Jane Marshall for lack of diversity on the board. Vote FOR the remaining proposed nominees as no other significant concerns have been identified at this time.</i>				
1.7	Elect Trustee Jane Marshall	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Siim Vanaselja, Bonnie Brooks, Marie-Josée Lamothe, and S. Jane Marshall for lack of diversity on the board. Vote FOR the remaining proposed nominees as no other significant concerns have been identified at this time.</i>				
1.8	Elect Trustee Guy Metcalfe	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Siim Vanaselja, Bonnie Brooks, Marie-Josée Lamothe, and S. Jane Marshall for lack of diversity on the board. Vote FOR the remaining proposed nominees as no other significant concerns have been identified at this time.</i>				
1.9	Elect Trustee Edward Sonshine	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Siim Vanaselja, Bonnie Brooks, Marie-Josée Lamothe, and S. Jane Marshall for lack of diversity on the board. Vote FOR the remaining proposed nominees as no other significant concerns have been identified at this time.</i>				
1.10	Elect Trustee Siim A. Vanaselja	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Siim Vanaselja, Bonnie Brooks, Marie-Josée Lamothe, and S. Jane Marshall for lack of diversity on the board. Vote FOR the remaining proposed nominees as no other significant concerns have been identified at this time.</i>				
1.11	Elect Trustee Charles M. Winograd	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Siim Vanaselja, Bonnie Brooks, Marie-Josée Lamothe, and S. Jane Marshall for lack of diversity on the board. Vote FOR the remaining proposed nominees as no other significant concerns have been identified at this time.</i>				
2	Approve Ernst & Young LLP as Auditors and Authorize Trustees to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 7.09 percent of the total audit fees paid to the auditor are attributable to non-audit fees.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR this non-binding advisory vote as there are no significant issues at this time.</i>				

Meeting Date: 06/04/2024

Country: Canada

Ticker: SHOP

Record Date: 04/23/2024

Meeting Type: Annual/Special

Primary Security ID: 82509L107

Shares Voted: 12,221

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Meeting for Holders of Subordinate Voting and Multiple Voting Shares	Mgmt			
1A	Elect Director Tobias Lutke	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST the compensation committee chair, Gail Goodman, as the committee has failed to adequately address pay-for-performance concerns and problematic pay practices over multiple years. (See Item 5) Vote FOR all other proposed nominees.</i>				
1B	Elect Director Robert Ashe	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST the compensation committee chair, Gail Goodman, as the committee has failed to adequately address pay-for-performance concerns and problematic pay practices over multiple years. (See Item 5) Vote FOR all other proposed nominees.</i>				
1C	Elect Director Gail Goodman	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Vote AGAINST the compensation committee chair, Gail Goodman, as the committee has failed to adequately address pay-for-performance concerns and problematic pay practices over multiple years. (See Item 5) Vote FOR all other proposed nominees.</i>				
1D	Elect Director Colleen Johnston	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST the compensation committee chair, Gail Goodman, as the committee has failed to adequately address pay-for-performance concerns and problematic pay practices over multiple years. (See Item 5) Vote FOR all other proposed nominees.</i>				
1E	Elect Director Jeremy Levine	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST the compensation committee chair, Gail Goodman, as the committee has failed to adequately address pay-for-performance concerns and problematic pay practices over multiple years. (See Item 5) Vote FOR all other proposed nominees.</i>				
1F	Elect Director Prashanth Mahendra-Rajah	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST the compensation committee chair, Gail Goodman, as the committee has failed to adequately address pay-for-performance concerns and problematic pay practices over multiple years. (See Item 5) Vote FOR all other proposed nominees.</i>				
1G	Elect Director Lulu Cheng Meservey	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST the compensation committee chair, Gail Goodman, as the committee has failed to adequately address pay-for-performance concerns and problematic pay practices over multiple years. (See Item 5) Vote FOR all other proposed nominees.</i>				
1H	Elect Director Toby Shannan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST the compensation committee chair, Gail Goodman, as the committee has failed to adequately address pay-for-performance concerns and problematic pay practices over multiple years. (See Item 5) Vote FOR all other proposed nominees.</i>				
1I	Elect Director Fidji Simo	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST the compensation committee chair, Gail Goodman, as the committee has failed to adequately address pay-for-performance concerns and problematic pay practices over multiple years. (See Item 5) Vote FOR all other proposed nominees.</i>				

Shopify Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote FOR this item because only 2.12 percent of the total audit fees paid to the auditor are attributable to non-audit fees.</i></p>					
3	Approve the Unallocated Options under the Stock Option Plan	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Based on evaluation of the estimated cost, plan features, grant practices, and overriding negative factors using the Equity Plan Score Card (EPSC), vote AGAINST this stock option plan due to the following key factors: * The plan provides for discretionary non-employee director participation; * The plan's detailed amendment provision does not sufficiently limit the board's ability to amend the plan without shareholder approval; * The plan's estimated cost is excessive; * The company's potential dilution from equity plans is excessive; * The plan contains a problematic change-in-control provision; and * The CEO's compensation package does not include performance-based equity.</i></p>					
4	Approve the Third Amended and Restated Long Term Incentive Plan	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Based on evaluation of the estimated cost, plan features, grant practices, and overriding negative factors using the Equity Plan Score Card (EPSC), vote AGAINST this full-value award plan due to the following key factors: * The plan provides for discretionary non-employee director participation; * The plan's estimated cost is excessive; * The company's potential dilution from equity plans is excessive; * The plan contains a problematic change-in-control provision; and * The CEO's compensation package does not include performance-based equity.</i></p>					
5	Advisory Vote on Executive Compensation Approach	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Vote AGAINST this non-binding advisory resolution. The initial quantitative pay-for-performance screen has identified a high concern due to RDA. After applying the financial performance assessment (FPA) test, the overall quantitative pay-for-performance screen exhibited a medium concern. The company's one- and five-year TSR outperformed its 4-digit GICS group, Composite Index and its own peers while the three-year TSR underperformed or performed roughly in line with those benchmarks. The 2023 CEO pay remained the same year over year. Although the company's TSR performance improved in the last year, some significant problematic pay practices have been identified: * The CEO's compensation continues to consist of only large stock option grant (US\$20M annually over the last three years); * In 2023, the COO received a total of US\$75M in equity grants in lieu of his 2024 annual equity award in form of stock options and RSUs, both without any performance-vesting conditions; and * Compensation for other NEOs also does not include any performance-based compensation. In addition, the company's response to the low say on pay support from last year's AGM appears to be insufficient.</i></p>					

Taiwan Semiconductor Manufacturing Co., Ltd.

Meeting Date: 06/04/2024 **Country:** Taiwan **Ticker:** 2330
Record Date: 04/03/2024 **Meeting Type:** Annual
Primary Security ID: Y84629107

Shares Voted: 179,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Business Operations Report and Financial Statements	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is merited for this routine resolution because no concerns have been identified.</i></p>					

Taiwan Semiconductor Manufacturing Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Amendments to Articles of Association	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted given that the amendments are mostly technical in nature, to align company procedures with regulations, and based on operational needs.</i>				
3	Approve Issuance of Restricted Stocks	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because: * the proposed scheme has a reasonable vesting period and contains reasonable criteria for the selection of eligible employees; * the company has provided detailed disclosure of the performance hurdles to be applied.</i>				
	ELECT NON-INDEPENDENT DIRECTORS AND INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt			
4.1	Elect C.C. Wei, with SHAREHOLDER NO.370885, as Non-Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
4.2	Elect F.C. Tseng, with SHAREHOLDER NO.104, as Non-Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
4.3	Elect Ming Hsin Kung, a REPRESENTATIVE of National Development Fund, Executive Yuan, with SHAREHOLDER NO.1, as Non-Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
4.4	Elect Sir Peter L. Bonfield, with SHAREHOLDER NO.577470XXX, as Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
4.5	Elect Michael R. Splinter, with SHAREHOLDER NO.674701XXX, as Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
4.6	Elect Moshe N. Gavriellov, with SHAREHOLDER NO.A04480XXX, as Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				

Taiwan Semiconductor Manufacturing Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.7	Elect L. Rafael Reif, with SHAREHOLDER NO.545784XXX, as Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
4.8	Elect Ursula M. Burns, with SHAREHOLDER NO.568069XXX, as Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
4.9	Elect Lynn L. Elsenhans, with SHAREHOLDER NO.561527XXX, as Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
4.10	Elect Chuan Lin, with SHAREHOLDER NO.550387, as Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				

The TJX Companies, Inc.

Meeting Date: 06/04/2024

Country: USA

Ticker: TJX

Record Date: 04/08/2024

Meeting Type: Annual

Primary Security ID: 872540109

Shares Voted: 14,287

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Jose B. Alvarez	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1b	Elect Director Alan M. Bennett	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1c	Elect Director Rosemary T. Berkery	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1d	Elect Director David T. Ching	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1e	Elect Director C. Kim Goodwin	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1f	Elect Director Ernie Herrman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				

The TJX Companies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1g	Elect Director Amy B. Lane	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director Carol Meyrowitz	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1i	Elect Director Jackwyn L. Nemerov	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1j	Elect Director Charles F. Wagner, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 7.44 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned. Short-term incentives were entirely conditioned on a financial metric, and long-term incentives were predominantly performance-conditioned with a multi-year performance period. Though forward-looking LTI performance goals were not disclosed, goals were disclosed retroactively.</i>				
4	Report on Effectiveness of Social Compliance Efforts in Supply Chain	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Shareholders would benefit from increased transparency and disclosure on the effectiveness of the company's social compliance efforts and management of human rights-related risks in its supply chain.</i>				

Airbnb, Inc.

Meeting Date: 06/05/2024 **Country:** USA **Ticker:** ABNB
Record Date: 04/08/2024 **Meeting Type:** Annual
Primary Security ID: 009066101

Shares Voted: 3,755

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Brian Chesky	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Kenneth (Ken) Chenault for lack of diversity on the board. WITHHOLD votes are also warranted for incumbent governance committee member Ken Chenault, given the board's failure to remove, or subject to a reasonable sunset requirement, the multi-class capital structure, the classified board, and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for Angela Ahrendts for failing to attend at least 75 percent of her total board and committee meetings held during the fiscal year under review without disclosing the reason for the absences. A vote FOR Brian Chesky is warranted.</i>				

Airbnb, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director Angela Ahrendts	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Kenneth (Ken) Chenault for lack of diversity on the board. WITHHOLD votes are also warranted for incumbent governance committee member Ken Chenault, given the board's failure to remove, or subject to a reasonable sunset requirement, the multi-class capital structure, the classified board, and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for Angela Ahrendts for failing to attend at least 75 percent of her total board and committee meetings held during the fiscal year under review without disclosing the reason for the absences. A vote FOR Brian Chesky is warranted.</i></p>					
1.3	Elect Director Kenneth Chenault	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Kenneth (Ken) Chenault for lack of diversity on the board. WITHHOLD votes are also warranted for incumbent governance committee member Ken Chenault, given the board's failure to remove, or subject to a reasonable sunset requirement, the multi-class capital structure, the classified board, and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for Angela Ahrendts for failing to attend at least 75 percent of her total board and committee meetings held during the fiscal year under review without disclosing the reason for the absences. A vote FOR Brian Chesky is warranted.</i></p>					
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 6.90 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, as pay and performance are reasonably aligned for the year in review. The CEO received nominal pay in 2023, consistent with the CEO's PRSU award in 2020 that is meant to cover 10 years of compensation. Nevertheless, for the remaining NEOs, there are concerns regarding the primarily subjective nature of the annual incentive plan and the lack of performance criteria in the long-term incentive plan. These aspects warrant further monitoring.</i></p>					
4	Amend Certificate of Incorporation to Provide for the Exculpation of Officers	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted, as the company is de-facto controlled and decisions regarding the company's response to shareholder litigation would be made by a board that lacks accountability.</i></p>					
5	Report on Political Contributions and Expenditures	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, as shareholders would benefit from increased disclosure on the company's political activities.</i></p>					

Alarm.com Holdings, Inc.

Meeting Date: 06/05/2024

Country: USA

Ticker: ALRM

Record Date: 04/09/2024

Meeting Type: Annual

Primary Security ID: 011642105

Shares Voted: 164

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Donald Clarke	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominee is warranted.</i></p>					

Alarm.com Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director Timothy McAdam	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote FOR the director nominee is warranted.</i>				
1.3	Elect Director Darius G. Nevin	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominee is warranted.</i>				
1.4	Elect Director Timothy J. Whall	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominee is warranted.</i>				
1.5	Elect Director Stephen Evans	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote FOR the director nominee is warranted.</i>				
1.6	Elect Director Stephen Trundle	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominee is warranted.</i>				
1.7	Elect Director Simone Wu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominee is warranted.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
	<i>Voting Policy Rationale: A vote for the adoption of an ANNUAL say-on-pay frequency is warranted. Annual say-on-pay votes are considered a best practice as they give shareholders a regular opportunity to opine on executive pay.</i>				
5	Elect Director Cecile B. Harper	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominee is warranted.</i>				

Amadeus IT Group SA

Meeting Date: 06/05/2024

Country: Spain

Ticker: AMS

Record Date: 05/31/2024

Meeting Type: Annual

Primary Security ID: E04648114

Shares Voted: 6,676

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Consolidated and Standalone Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted due to a lack of concern regarding the accounts presented or audit procedures used.</i>				

Amadeus IT Group SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Non-Financial Information Statement	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted due to a lack of specific concern about the non-financial information reported by the company.</i>				
3	Advisory Vote on Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted due to a lack of material concerns regarding the company's remuneration practices during the fiscal year under review.</i>				
4	Approve Allocation of Income and Dividends	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted due to a lack of controversy surrounding the proposed dividend.</i>				
5	Approve Discharge of Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted as there is no evidence that the board or the management have not fulfilled their fiduciary duties.</i>				
6.1	Reelect William Connelly as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted due to a lack of material concerns about the proposed nominees and the resulting board composition.</i>				
6.2	Reelect Luis Maroto Camino as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted due to a lack of material concerns about the proposed nominees and the resulting board composition.</i>				
6.3	Reelect Pilar Garcia Ceballos-Zuniga as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted due to a lack of material concerns about the proposed nominees and the resulting board composition.</i>				
6.4	Reelect Stephan Gemkow as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted due to a lack of material concerns about the proposed nominees and the resulting board composition.</i>				
6.5	Reelect Peter Kuerpick as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted due to a lack of material concerns about the proposed nominees and the resulting board composition.</i>				
6.6	Reelect Xiaoqun Clever-Steg as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted due to a lack of material concerns about the proposed nominees and the resulting board composition.</i>				
6.7	Reelect Amanda Mesler as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted due to a lack of material concerns about the proposed nominees and the resulting board composition.</i>				
6.8	Reelect Jana Eggers as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted due to a lack of material concerns about the proposed nominees and the resulting board composition.</i>				

Amadeus IT Group SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Approve Remuneration of Directors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed remuneration for board-related duties is within market standards.</i></p>					
8	Approve Remuneration Policy	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted as the proposed policy is overall within market standards. However, this is not without concerns because: * The variable remuneration of the CEO appears generous for market standards, and the company further increases the STI award limit by 25 percent. * The proposed policy fails to align exit payments with best practice. * The derogation policy is overly broad. Mitigating, recent variable incentives only partially vested, and pay-for-performance alignment is currently not a cause of concern.</i></p>					
9	Approve Executive Share Plan	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because the terms of the proposed plan are not problematic.</i></p>					
10	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this standard resolution is warranted as it provides the board with the means to carry out the agreements validly adopted by the general meeting.</i></p>					

AppLovin Corporation

Meeting Date: 06/05/2024 **Country:** USA **Ticker:** APP
Record Date: 04/11/2024 **Meeting Type:** Annual
Primary Security ID: 03831W108

Shares Voted: 528

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Adam Foroughi	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Alyssa Dawson and Margaret (Margo) Georgiadis for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee members Alyssa Dawson and Margaret (Margo) Georgiadis for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for Adam Foroughi and Herald Chen as their ownership of the supervoting shares provide them with voting power control of the company. WITHHOLD votes are warranted for Compensation Committee member Craig Billings, due to an unmitigated pay-for-performance misalignment. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Craig Billings	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Alyssa Dawson and Margaret (Margo) Georgiadis for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee members Alyssa Dawson and Margaret (Margo) Georgiadis for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for Adam Foroughi and Herald Chen as their ownership of the supervoting shares provide them with voting power control of the company. WITHHOLD votes are warranted for Compensation Committee member Craig Billings, due to an unmitigated pay-for-performance misalignment. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director Herald Chen	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Alyssa Dawson and Margaret (Margo) Georgiadis for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee members Alyssa Dawson and Margaret (Margo) Georgiadis for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for Adam Foroughi and Herald Chen as their ownership of the supervoting shares provide them with voting power control of the company. WITHHOLD votes are warranted for Compensation Committee member Craig Billings, due to an unmitigated pay-for-performance misalignment. A vote FOR the remaining director nominees is warranted.</i></p>					

AppLovin Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1d	Elect Director Margaret Georgiadis	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Alyssa Dawson and Margaret (Margo) Georgiadis for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee members Alyssa Dawson and Margaret (Margo) Georgiadis for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for Adam Foroughi and Herald Chen as their ownership of the supervoting shares provide them with voting power control of the company. WITHHOLD votes are warranted for Compensation Committee member Craig Billings, due to an unmitigated pay-for-performance misalignment. A vote FOR the remaining director nominees is warranted.</i></p>				
1e	Elect Director Alyssa Harvey Dawson	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Alyssa Dawson and Margaret (Margo) Georgiadis for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee members Alyssa Dawson and Margaret (Margo) Georgiadis for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for Adam Foroughi and Herald Chen as their ownership of the supervoting shares provide them with voting power control of the company. WITHHOLD votes are warranted for Compensation Committee member Craig Billings, due to an unmitigated pay-for-performance misalignment. A vote FOR the remaining director nominees is warranted.</i></p>				
1f	Elect Director Barbara Messing	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Alyssa Dawson and Margaret (Margo) Georgiadis for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee members Alyssa Dawson and Margaret (Margo) Georgiadis for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for Adam Foroughi and Herald Chen as their ownership of the supervoting shares provide them with voting power control of the company. WITHHOLD votes are warranted for Compensation Committee member Craig Billings, due to an unmitigated pay-for-performance misalignment. A vote FOR the remaining director nominees is warranted.</i></p>				
1g	Elect Director Todd Morgenfeld	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Alyssa Dawson and Margaret (Margo) Georgiadis for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee members Alyssa Dawson and Margaret (Margo) Georgiadis for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for Adam Foroughi and Herald Chen as their ownership of the supervoting shares provide them with voting power control of the company. WITHHOLD votes are warranted for Compensation Committee member Craig Billings, due to an unmitigated pay-for-performance misalignment. A vote FOR the remaining director nominees is warranted.</i></p>				
1h	Elect Director Edward Oberwager	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Alyssa Dawson and Margaret (Margo) Georgiadis for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee members Alyssa Dawson and Margaret (Margo) Georgiadis for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for Adam Foroughi and Herald Chen as their ownership of the supervoting shares provide them with voting power control of the company. WITHHOLD votes are warranted for Compensation Committee member Craig Billings, due to an unmitigated pay-for-performance misalignment. A vote FOR the remaining director nominees is warranted.</i></p>				
1i	Elect Director Eduardo Vivas	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Alyssa Dawson and Margaret (Margo) Georgiadis for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee members Alyssa Dawson and Margaret (Margo) Georgiadis for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for Adam Foroughi and Herald Chen as their ownership of the supervoting shares provide them with voting power control of the company. WITHHOLD votes are warranted for Compensation Committee member Craig Billings, due to an unmitigated pay-for-performance misalignment. A vote FOR the remaining director nominees is warranted.</i></p>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST the ratification of the company's auditor is warranted given that non-audit fees represent 26.36 percent of the total fees received by the auditor during the fiscal year, raising substantial doubts over the independence of the auditor.</i></p>				

Beijing Enterprises Water Group Limited

Meeting Date: 06/05/2024

Country: Bermuda

Ticker: 371

Record Date: 05/30/2024

Meeting Type: Annual

Primary Security ID: G0957L109

Shares Voted: 598,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR this resolution is warranted.</i>				
2	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine dividend proposal.</i>				
3a1	Elect Jiang Xinhao as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted.</i>				
3a2	Elect Zhang Wenjiang as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted.</i>				
3a3	Elect Tung Woon Cheung Eric as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted.</i>				
3a4	Elect Li Li as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted.</i>				
3a5	Elect Wang Dianchang as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted.</i>				
3a6	Elect Shea Chun Lok Quadrant as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted.</i>				
3a7	Elect Chan Siu Chee Sophia as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted.</i>				
3b	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: Director fees at Hong Kong-listed companies are usually reasonable. In the absence of known concerns over director remuneration at the company, a vote FOR this proposal is warranted.</i>				
4	Approve Ernst & Young as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the audit firm, its remuneration, and the way the audit was conducted.</i>				
5	Authorize Repurchase of Issued Share Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted given the absence of any known issues concerning the proposed share repurchase.</i>				

Beijing Enterprises Water Group Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST these resolutions is warranted for the following: * The aggregate share issuance limit is greater than 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has not specified the discount limit for issuance for cash and non-cash consideration.</i></p>					
7	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST these resolutions is warranted for the following: * The aggregate share issuance limit is greater than 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has not specified the discount limit for issuance for cash and non-cash consideration.</i></p>					

Datadog, Inc.

Meeting Date: 06/05/2024 **Country:** USA **Ticker:** DDOG
Record Date: 04/09/2024 **Meeting Type:** Annual
Primary Security ID: 23804L103

Shares Voted: 1,272

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Alexis Le-Quoc	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent director nominees Michael Callahan and Alexis Le-Quoc for lack of diversity on the board. WITHHOLD votes are further warranted for incumbent nominees Alexis Le-Quoc and Michael Callahan given the board's failure to remove, or subject to a sunset requirement, the multi-class capital structure, the supermajority vote requirement to enact certain changes to the governing documents, and the classified board structure, each of which adversely impacts shareholder rights.</i></p>					
1b	Elect Director Michael Callahan	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent director nominees Michael Callahan and Alexis Le-Quoc for lack of diversity on the board. WITHHOLD votes are further warranted for incumbent nominees Alexis Le-Quoc and Michael Callahan given the board's failure to remove, or subject to a sunset requirement, the multi-class capital structure, the supermajority vote requirement to enact certain changes to the governing documents, and the classified board structure, each of which adversely impacts shareholder rights.</i></p>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i></p>					
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only less than one percent of the fees paid to the auditor are for non-audit purposes.</i></p>					

DuPont de Nemours, Inc.

Meeting Date: 06/05/2024 **Country:** USA **Ticker:** DD
Record Date: 03/28/2024 **Meeting Type:** Annual
Primary Security ID: 26614N102

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Amy G. Brady	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alexander Cutler, Terrence Curtin, Eleuthere du Pont, Luther (Luke) Kissam IV, and Deanna Mulligan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Edward D. Breen	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alexander Cutler, Terrence Curtin, Eleuthere du Pont, Luther (Luke) Kissam IV, and Deanna Mulligan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Ruby R. Chandy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alexander Cutler, Terrence Curtin, Eleuthere du Pont, Luther (Luke) Kissam IV, and Deanna Mulligan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Terrence R. Curtin	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alexander Cutler, Terrence Curtin, Eleuthere du Pont, Luther (Luke) Kissam IV, and Deanna Mulligan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Alexander M. Cutler	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alexander Cutler, Terrence Curtin, Eleuthere du Pont, Luther (Luke) Kissam IV, and Deanna Mulligan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Eleuthere I. du Pont	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alexander Cutler, Terrence Curtin, Eleuthere du Pont, Luther (Luke) Kissam IV, and Deanna Mulligan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Kristina M. Johnson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alexander Cutler, Terrence Curtin, Eleuthere du Pont, Luther (Luke) Kissam IV, and Deanna Mulligan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Luther C. Kissam	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alexander Cutler, Terrence Curtin, Eleuthere du Pont, Luther (Luke) Kissam IV, and Deanna Mulligan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director James A. Lico	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alexander Cutler, Terrence Curtin, Eleuthere du Pont, Luther (Luke) Kissam IV, and Deanna Mulligan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Frederick M. Lowery	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alexander Cutler, Terrence Curtin, Eleuthere du Pont, Luther (Luke) Kissam IV, and Deanna Mulligan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

DuPont de Nemours, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1k	Elect Director Deanna M. Mulligan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alexander Cutler, Terrence Curtin, Eleuthere du Pont, Luther (Luke) Kissam IV, and Deanna Mulligan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director Steven M. Sterin	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Alexander Cutler, Terrence Curtin, Eleuthere du Pont, Luther (Luke) Kissam IV, and Deanna Mulligan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, with caution. While pay declined for the year in review, it remained elevated due to the payment of a previously awarded retention bonus. Although certain concerns are raised by the quarterly nature of STI goals, annual incentives were earned below target. Long-term incentives were majority performance-based and, while forward-looking targets are not disclosed, closing cycle disclosure was complete. Investors should expect pay levels to normalize next year, as this is the last of the CEO's cash retention payments.</i>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
	<i>Voting Policy Rationale: A vote for the adoption of an ANNUAL say-on-pay frequency is warranted. Annual say-on-pay votes are considered a best practice as they give shareholders a regular opportunity to opine on executive pay.</i>				
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
5	Amend Clawback Policy	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as shareholders would benefit from additional disclosure on the company's recoupment of incentive pay to any NEO due to conduct or negligence.</i>				

Fidelity National Information Services, Inc.

Meeting Date: 06/05/2024 **Country:** USA **Ticker:** FIS
Record Date: 04/08/2024 **Meeting Type:** Annual
Primary Security ID: 31620M106

Shares Voted: 5,728

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Lee Adrean	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jeffrey Goldstein and Gary Lauer is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Mark D. Benjamin	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jeffrey Goldstein and Gary Lauer is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Stephanie L. Ferris	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jeffrey Goldstein and Gary Lauer is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Fidelity National Information Services, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1d	Elect Director Jeffrey A. Goldstein	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jeffrey Goldstein and Gary Lauer is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1e	Elect Director Lisa A. Hook	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jeffrey Goldstein and Gary Lauer is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1f	Elect Director Kenneth T. Lamneck	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jeffrey Goldstein and Gary Lauer is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1g	Elect Director Gary L. Lauer	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jeffrey Goldstein and Gary Lauer is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1h	Elect Director James B. Stallings, Jr.	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jeffrey Goldstein and Gary Lauer is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * High CEO pay relative to company performance compared to the company's peers; and * High CEO pay in relation to company peer group CEO median pay levels.</i>					
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.37 percent of the fees paid to the auditor are for non-audit purposes.</i>					

Gerresheimer AG

Meeting Date: 06/05/2024 **Country:** Germany **Ticker:** GXI
Record Date: 05/14/2024 **Meeting Type:** Annual

Primary Security ID: D2852S109

Shares Voted: 182

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt			
<i>Voting Policy Rationale: This is a non-voting item.</i>					
2	Approve Allocation of Income and Dividends of EUR 1.25 per Share	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i>					

Gerresheimer AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Discharge of Management Board for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4	Approve Discharge of Supervisory Board for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
5	Ratify KPMG AG as Auditors for Fiscal Year 2024	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
6	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the company's remuneration practices are broadly in line with best practice standards in Germany, and pay and performance appear reasonably aligned at this time. However, it is not without some concern: * Ex-post disclosure regarding payouts made from older plans is somewhat underdeveloped.</i>				
7.1	Elect Sidonie Golombowski-Daffner to the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the supervisory board.</i>				
7.2	Elect Dorothea Wenzel to the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the supervisory board.</i>				
7.3	Elect Christoph Zindel to the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted due to a lack of governance concerns and controversy surrounding the supervisory board.</i>				

Globus Medical, Inc.

Meeting Date: 06/05/2024 **Country:** USA **Ticker:** GMED
Record Date: 04/15/2024 **Meeting Type:** Annual
Primary Security ID: 379577208

Shares Voted: 1,689

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director David D. Davidar	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members David Davidar and James (Jim) Tobin for lack of diversity on the board. WITHHOLD votes are also warranted for Governance Committee members David Davidar and James (Jim) Tobin for maintaining a multi-class capital structure with disparate voting rights that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are further warranted for David Davidar for serving as a non-independent member of certain key board committees. A vote FOR the remaining director nominees is warranted.</i>				

Globus Medical, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1b	Elect Director James R. Tobin	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members David Davidar and James (Jim) Tobin for lack of diversity on the board. WITHHOLD votes are also warranted for Governance Committee members David Davidar and James (Jim) Tobin for maintaining a multi-class capital structure with disparate voting rights that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are further warranted for David Davidar for serving as a non-independent member of certain key board committees. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Stephen T. Zarrilli	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members David Davidar and James (Jim) Tobin for lack of diversity on the board. WITHHOLD votes are also warranted for Governance Committee members David Davidar and James (Jim) Tobin for maintaining a multi-class capital structure with disparate voting rights that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are further warranted for David Davidar for serving as a non-independent member of certain key board committees. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Daniel J. Wolterman	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members David Davidar and James (Jim) Tobin for lack of diversity on the board. WITHHOLD votes are also warranted for Governance Committee members David Davidar and James (Jim) Tobin for maintaining a multi-class capital structure with disparate voting rights that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are further warranted for David Davidar for serving as a non-independent member of certain key board committees. A vote FOR the remaining director nominees is warranted.</i>				
2	Amend Omnibus Stock Plan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factors: * The plan permits repricing or exchange of grants without shareholder approval (overriding factor); * The plan permits cash buyout of awards without shareholder approval (overriding factor); * The plan cost is excessive; * The disclosure of change-in-control ("CIC") vesting treatment is incomplete (or is otherwise considered discretionary); * The plan permits liberal recycling of shares; and * The plan allows broad discretion to accelerate vesting</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 7.53 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				

Granite Construction Incorporated

Meeting Date: 06/05/2024

Country: USA

Ticker: GVA

Record Date: 04/12/2024

Meeting Type: Annual

Primary Security ID: 387328107

Shares Voted: 1,026

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Molly C. Campbell	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				

Granite Construction Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1b	Elect Director Michael F. McNally	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1c	Elect Director Laura M. Mullen	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				
3	Approve Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
5	Report on I-80 South Quarry Project	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Additional information on the I-80 South Quarry Project would ensure that the company is aligned with its stated environmental and community engagement commitments. The request would also allow shareholders to better assess the company's management of environmental-related risks.</i>				

Hydro One Limited

Meeting Date: 06/05/2024

Country: Canada

Ticker: H

Record Date: 04/08/2024

Meeting Type: Annual

Primary Security ID: 448811208

Shares Voted: 51,525

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1A	Elect Director Cherie Brant	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Cherie Brant, David Hay, Melissa Sonberg and Susan Wolburgh Jenah for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
1B	Elect Director David Hay	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Cherie Brant, David Hay, Melissa Sonberg and Susan Wolburgh Jenah for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
1C	Elect Director Timothy Hodgson	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Cherie Brant, David Hay, Melissa Sonberg and Susan Wolburgh Jenah for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
1D	Elect Director David Lebeter	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Cherie Brant, David Hay, Melissa Sonberg and Susan Wolburgh Jenah for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				

Hydro One Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1E	Elect Director Stacey Mowbray	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Cherie Brant, David Hay, Melissa Sonberg and Susan Wolburgh Jenah for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
1F	Elect Director Mitch Panciuk	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Cherie Brant, David Hay, Melissa Sonberg and Susan Wolburgh Jenah for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
1G	Elect Director Mark Podlasly	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Cherie Brant, David Hay, Melissa Sonberg and Susan Wolburgh Jenah for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
1H	Elect Director Helga Reidel	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Cherie Brant, David Hay, Melissa Sonberg and Susan Wolburgh Jenah for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
1I	Elect Director Melissa Sonberg	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Cherie Brant, David Hay, Melissa Sonberg and Susan Wolburgh Jenah for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
1J	Elect Director Brian Vaasjo	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Cherie Brant, David Hay, Melissa Sonberg and Susan Wolburgh Jenah for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
1K	Elect Director Susan Wolburgh Jenah	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Cherie Brant, David Hay, Melissa Sonberg and Susan Wolburgh Jenah for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
2	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the total audit fees paid to the auditor are attributable to non-audit fees.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR this non-binding advisory resolution as there are no significant issues at this time.</i>				

InterDigital, Inc.

Meeting Date: 06/05/2024 **Country:** USA **Ticker:** IDCC
Record Date: 04/10/2024 **Meeting Type:** Annual
Primary Security ID: 45867G101

Shares Voted: 92

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Derek K. Aberle	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Samir Armaly, John Kritzmacher, John (Jay) Markley Jr., and Jean Rankin is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1b	Elect Director Samir Armaly	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Samir Armaly, John Kritzmacher, John (Jay) Markley Jr., and Jean Rankin is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Lawrence (Liren) Chen	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Samir Armaly, John Kritzmacher, John (Jay) Markley Jr., and Jean Rankin is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Joan H. Gillman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Samir Armaly, John Kritzmacher, John (Jay) Markley Jr., and Jean Rankin is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director S. Douglas Hutcheson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Samir Armaly, John Kritzmacher, John (Jay) Markley Jr., and Jean Rankin is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director John A. Kritzmacher	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Samir Armaly, John Kritzmacher, John (Jay) Markley Jr., and Jean Rankin is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Pierre-Yves Lesaichere	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Samir Armaly, John Kritzmacher, John (Jay) Markley Jr., and Jean Rankin is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director John D. Markley, Jr.	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Samir Armaly, John Kritzmacher, John (Jay) Markley Jr., and Jean Rankin is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Jean F. Rankin	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Samir Armaly, John Kritzmacher, John (Jay) Markley Jr., and Jean Rankin is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 10.42 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Luminar Technologies, Inc.

Meeting Date: 06/05/2024

Country: USA

Ticker: LAZR

Record Date: 04/08/2024

Meeting Type: Annual

Primary Security ID: 550424105

Shares Voted: 1,347

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Jun Hong Heng	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Shaun Maguire and Katharine Martin for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee members Shaun Maguire and Katharine Martin given the board's failure to remove, or subject to a sunset requirement, the multi-class capital structure, the supermajority vote requirement to enact certain changes to the governing documents, and the classified board structure, each of which adversely impacts shareholder rights. A vote Jun Hong Heng is warranted.</i></p>				
1.2	Elect Director Shaun Maguire	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Shaun Maguire and Katharine Martin for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee members Shaun Maguire and Katharine Martin given the board's failure to remove, or subject to a sunset requirement, the multi-class capital structure, the supermajority vote requirement to enact certain changes to the governing documents, and the classified board structure, each of which adversely impacts shareholder rights. A vote Jun Hong Heng is warranted.</i></p>				
1.3	Elect Director Katharine A. Martin	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Shaun Maguire and Katharine Martin for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee members Shaun Maguire and Katharine Martin given the board's failure to remove, or subject to a sunset requirement, the multi-class capital structure, the supermajority vote requirement to enact certain changes to the governing documents, and the classified board structure, each of which adversely impacts shareholder rights. A vote Jun Hong Heng is warranted.</i></p>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i></p>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short-term and long-term E&S performance incentives; and * The company maintains an auto-accelerated equity vesting change-in-control provision. Furthermore, the company entered into new compensation agreements with each of the non-CEO NEOs that provide for multiple guaranteed cash bonuses and equity awards payable over the next several years. Moreover, although the annual performance equity awards for these NEOs failed to vest, in line with performance, these awards utilized performance metrics with objectives set near the end of the year, and relatively short performance periods.</i></p>				
4	Amend Omnibus Stock Plan	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factors: * The equity program is estimated to be excessively dilutive (overriding factor); * The plan contains an evergreen feature (overriding factor); * The plan cost is excessive; * The three-year average burn rate is excessive; * The estimated duration of available and proposed shares exceeds six years; * The disclosure of change-in-control ("CIC") vesting treatment is incomplete (or is otherwise considered discretionary); and * The plan allows broad discretion to accelerate vesting.</i></p>				

MarketAxess Holdings Inc.

Meeting Date: 06/05/2024

Country: USA

Ticker: MKTX

Record Date: 04/08/2024

Meeting Type: Annual

Primary Security ID: 57060D108

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Richard M. McVey	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nancy Altobello, Jane Chwick, and William Cruger Jr. is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Christopher R. Concannon	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nancy Altobello, Jane Chwick, and William Cruger Jr. is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Nancy Altobello	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nancy Altobello, Jane Chwick, and William Cruger Jr. is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Steven L. Begleiter	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nancy Altobello, Jane Chwick, and William Cruger Jr. is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Stephen P. Casper	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nancy Altobello, Jane Chwick, and William Cruger Jr. is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Jane Chwick	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nancy Altobello, Jane Chwick, and William Cruger Jr. is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director William F. Cruger	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nancy Altobello, Jane Chwick, and William Cruger Jr. is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Kourtney Gibson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nancy Altobello, Jane Chwick, and William Cruger Jr. is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Carlos M. Hernandez	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nancy Altobello, Jane Chwick, and William Cruger Jr. is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Richard G. Ketchum	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nancy Altobello, Jane Chwick, and William Cruger Jr. is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Emily H. Portney	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nancy Altobello, Jane Chwick, and William Cruger Jr. is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.31 percent of the fees paid to the auditor are for non-audit purposes.</i>				

MarketAxess Holdings Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Although some concerns are noted in the STI plan, the annual incentives are primarily based on a pre-set financial metric. In addition, half of the annual equity awards are targeted to be performance conditioned and measured over a multi-year period.</i>				
4	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i>				
5	Provide Right to Call a Special Meeting at a 25 Percent Ownership Threshold	Mgmt	For	For	For
	<i>Voting Policy Rationale: Currently, the company does not provide shareholders with the ability to call special meetings. Hence, a vote FOR this proposal is warranted as it represents an enhancement to shareholder's rights.</i>				
6	Provide Right to Call a Special Meeting at a 10 Percent Ownership Threshold	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as the right to call special meetings at 10 percent ownership threshold would enhance shareholders rights.</i>				

MercadoLibre, Inc.

Meeting Date: 06/05/2024

Country: USA

Ticker: MELI

Record Date: 04/09/2024

Meeting Type: Annual

Primary Security ID: 58733R102

Shares Voted: 422

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Nicolas Galperin	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Henrique Dubugras, Nicolas Galperin and Richard Sanders for lack of diversity on the board.</i>				
1.2	Elect Director Henrique Dubugras	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Henrique Dubugras, Nicolas Galperin and Richard Sanders for lack of diversity on the board.</i>				
1.3	Elect Director Richard Sanders	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Henrique Dubugras, Nicolas Galperin and Richard Sanders for lack of diversity on the board.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; and * The company has not disclosed any risk mitigators, such as a clawback policy, CEO stock ownership guidelines, or stock holding period requirements.</i>				

MercadoLibre, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Ratify Pistrelli, Henry Martin y Asociados S.R.L. as Auditors	Mgmt	For	For	For

Voting Policy Rationale: A vote FOR this item is warranted because only 2.88 percent of the fees paid to the auditor are for non-audit purposes.

MicroVision, Inc.

Meeting Date: 06/05/2024 **Country:** USA **Ticker:** MVIS
Record Date: 04/08/2024 **Meeting Type:** Annual
Primary Security ID: 594960304

Shares Voted: 3,959

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Simon Biddiscombe	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Robert (Bob) Carlile and Mark Spitzer for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.2	Elect Director Robert P. Carlile	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Robert (Bob) Carlile and Mark Spitzer for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.3	Elect Director Jeffrey A. Herbst	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Robert (Bob) Carlile and Mark Spitzer for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.4	Elect Director Sumit Sharma	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Robert (Bob) Carlile and Mark Spitzer for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.5	Elect Director Peter Schabert	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Robert (Bob) Carlile and Mark Spitzer for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.6	Elect Director Jada Smith	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Robert (Bob) Carlile and Mark Spitzer for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.7	Elect Director Mark B. Spitzer	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Robert (Bob) Carlile and Mark Spitzer for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.8	Elect Director Brian V. Turner	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Robert (Bob) Carlile and Mark Spitzer for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against

*Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * A majority of equity awards to the CEO are not tied to performance-contingent pay elements; and * High CEO pay relative to company performance compared to the company's peers.*

MicroVision, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Ratify Moss Adams LLP as Auditors	Mgmt	For	For	For

Voting Policy Rationale: A vote FOR this item is warranted because only 4.89 percent of the fees paid to the auditor are for non-audit purposes.

NovoCure Limited

Meeting Date: 06/05/2024

Country: Jersey

Ticker: NVCR

Record Date: 04/02/2024

Meeting Type: Annual

Primary Security ID: G6674U108

Shares Voted: 792

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Asaf Danziger	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Hung, Kinyip Gabriel (Gabe) Leung, Allyson Ocean, and Timothy Scannell is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director William Doyle	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Hung, Kinyip Gabriel (Gabe) Leung, Allyson Ocean, and Timothy Scannell is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Jeryl Hilleman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Hung, Kinyip Gabriel (Gabe) Leung, Allyson Ocean, and Timothy Scannell is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director David Hung	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Hung, Kinyip Gabriel (Gabe) Leung, Allyson Ocean, and Timothy Scannell is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Kinyip Gabriel Leung	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Hung, Kinyip Gabriel (Gabe) Leung, Allyson Ocean, and Timothy Scannell is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Martin Madden	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Hung, Kinyip Gabriel (Gabe) Leung, Allyson Ocean, and Timothy Scannell is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Allyson Ocean	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Hung, Kinyip Gabriel (Gabe) Leung, Allyson Ocean, and Timothy Scannell is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Timothy Scannell	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Hung, Kinyip Gabriel (Gabe) Leung, Allyson Ocean, and Timothy Scannell is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

NovoCure Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1i	Elect Director Kristin Stafford	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Hung, Kinyip Gabriel (Gabe) Leung, Allyson Ocean, and Timothy Scannell is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director William Vernon	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Hung, Kinyip Gabriel (Gabe) Leung, Allyson Ocean, and Timothy Scannell is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Kost Forer Gabbay & Kasierer as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time. In addition, the compensation committee demonstrated sufficient responsiveness to shareholder concerns following last year's low say-on-pay support.</i>				
4	Approve Omnibus Stock Plan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factors: * The equity program is estimated to be excessively dilutive (overriding factor); * The plan cost is excessive; * The disclosure of change-in-control ("CIC") vesting treatment is incomplete (or is otherwise considered discretionary); * The plan permits liberal recycling of shares; and * The plan allows broad discretion to accelerate vesting.</i>				
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
	<i>Voting Policy Rationale: A vote for the adoption of an ANNUAL say-on-pay frequency is warranted. Annual say-on-pay votes are considered a best practice as they give shareholders a regular opportunity to opine on executive pay.</i>				

Palantir Technologies, Inc.

Meeting Date: 06/05/2024 **Country:** USA **Ticker:** PLTR
Record Date: 04/11/2024 **Meeting Type:** Annual
Primary Security ID: 69608A108

Shares Voted: 22,077

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Alexander Karp	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Alexander Moore and Alexandra Schiff for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee members Alexander Moore and Alexandra Schiff given the board's failure to remove, or subject to a reasonable sunset requirement, the problematic capital structure and the pop-up classified board structure, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for Alexander Karp, Stephen Cohen, and Peter Thiel as their ownership of the supervoting shares (through shares held in the Founder Voting Trust) provide them with voting power control of the company. In the absence of a say-on-pay proposal on ballot, WITHHOLD votes are warranted for compensation committee members Alexander Moore and Alexandra Schiff due to a problematic pay practice. The CEO's pay consisted primarily of \$3.2 million in various large perks and other benefits such as a travel stipend, personal security services, personal use of chartered aircraft, and personal tax services. Although the company explains the nature of the perquisites, it did not provide a specific rationale for the size of the perks, which were significant. A vote FOR the remaining director nominees is warranted.</i>				

Palantir Technologies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director Stephen Cohen	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Alexander Moore and Alexandra Schiff for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee members Alexander Moore and Alexandra Schiff given the board's failure to remove, or subject to a reasonable sunset requirement, the problematic capital structure and the pop-up classified board structure, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for Alexander Karp, Stephen Cohen, and Peter Thiel as their ownership of the supervoting shares (through shares held in the Founder Voting Trust) provide them with voting power control of the company. In the absence of a say-on-pay proposal on ballot, WITHHOLD votes are warranted for compensation committee members Alexander Moore and Alexandra Schiff due to a problematic pay practice. The CEO's pay consisted primarily of \$3.2 million in various large perks and other benefits such as a travel stipend, personal security services, personal use of chartered aircraft, and personal tax services. Although the company explains the nature of the perquisites, it did not provide a specific rationale for the size of the perks, which were significant. A vote FOR the remaining director nominees is warranted.</i></p>				
1.3	Elect Director Peter Thiel	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Alexander Moore and Alexandra Schiff for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee members Alexander Moore and Alexandra Schiff given the board's failure to remove, or subject to a reasonable sunset requirement, the problematic capital structure and the pop-up classified board structure, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for Alexander Karp, Stephen Cohen, and Peter Thiel as their ownership of the supervoting shares (through shares held in the Founder Voting Trust) provide them with voting power control of the company. In the absence of a say-on-pay proposal on ballot, WITHHOLD votes are warranted for compensation committee members Alexander Moore and Alexandra Schiff due to a problematic pay practice. The CEO's pay consisted primarily of \$3.2 million in various large perks and other benefits such as a travel stipend, personal security services, personal use of chartered aircraft, and personal tax services. Although the company explains the nature of the perquisites, it did not provide a specific rationale for the size of the perks, which were significant. A vote FOR the remaining director nominees is warranted.</i></p>				
1.4	Elect Director Alexander Moore	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Alexander Moore and Alexandra Schiff for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee members Alexander Moore and Alexandra Schiff given the board's failure to remove, or subject to a reasonable sunset requirement, the problematic capital structure and the pop-up classified board structure, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for Alexander Karp, Stephen Cohen, and Peter Thiel as their ownership of the supervoting shares (through shares held in the Founder Voting Trust) provide them with voting power control of the company. In the absence of a say-on-pay proposal on ballot, WITHHOLD votes are warranted for compensation committee members Alexander Moore and Alexandra Schiff due to a problematic pay practice. The CEO's pay consisted primarily of \$3.2 million in various large perks and other benefits such as a travel stipend, personal security services, personal use of chartered aircraft, and personal tax services. Although the company explains the nature of the perquisites, it did not provide a specific rationale for the size of the perks, which were significant. A vote FOR the remaining director nominees is warranted.</i></p>				
1.5	Elect Director Alexandra Schiff	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Alexander Moore and Alexandra Schiff for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee members Alexander Moore and Alexandra Schiff given the board's failure to remove, or subject to a reasonable sunset requirement, the problematic capital structure and the pop-up classified board structure, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for Alexander Karp, Stephen Cohen, and Peter Thiel as their ownership of the supervoting shares (through shares held in the Founder Voting Trust) provide them with voting power control of the company. In the absence of a say-on-pay proposal on ballot, WITHHOLD votes are warranted for compensation committee members Alexander Moore and Alexandra Schiff due to a problematic pay practice. The CEO's pay consisted primarily of \$3.2 million in various large perks and other benefits such as a travel stipend, personal security services, personal use of chartered aircraft, and personal tax services. Although the company explains the nature of the perquisites, it did not provide a specific rationale for the size of the perks, which were significant. A vote FOR the remaining director nominees is warranted.</i></p>				

Palantir Technologies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.6	Elect Director Lauren Friedman Stat	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Alexander Moore and Alexandra Schiff for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee members Alexander Moore and Alexandra Schiff given the board's failure to remove, or subject to a reasonable sunset requirement, the problematic capital structure and the pop-up classified board structure, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for Alexander Karp, Stephen Cohen, and Peter Thiel as their ownership of the supervoting shares (through shares held in the Founder Voting Trust) provide them with voting power control of the company. In the absence of a say-on-pay proposal on ballot, WITHHOLD votes are warranted for compensation committee members Alexander Moore and Alexandra Schiff due to a problematic pay practice. The CEO's pay consisted primarily of \$3.2 million in various large perks and other benefits such as a travel stipend, personal security services, personal use of chartered aircraft, and personal tax services. Although the company explains the nature of the perquisites, it did not provide a specific rationale for the size of the perks, which were significant. A vote FOR the remaining director nominees is warranted.</i></p>					
1.7	Elect Director Eric Woersching	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Alexander Moore and Alexandra Schiff for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee members Alexander Moore and Alexandra Schiff given the board's failure to remove, or subject to a reasonable sunset requirement, the problematic capital structure and the pop-up classified board structure, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for Alexander Karp, Stephen Cohen, and Peter Thiel as their ownership of the supervoting shares (through shares held in the Founder Voting Trust) provide them with voting power control of the company. In the absence of a say-on-pay proposal on ballot, WITHHOLD votes are warranted for compensation committee members Alexander Moore and Alexandra Schiff due to a problematic pay practice. The CEO's pay consisted primarily of \$3.2 million in various large perks and other benefits such as a travel stipend, personal security services, personal use of chartered aircraft, and personal tax services. Although the company explains the nature of the perquisites, it did not provide a specific rationale for the size of the perks, which were significant. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i></p>					

Penumbra, Inc.

Meeting Date: 06/05/2024 **Country:** USA **Ticker:** PEN
Record Date: 04/12/2024 **Meeting Type:** Annual
Primary Security ID: 70975L107

Shares Voted: 473

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Adam Elsesser	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Adam Elsesser and Harpreet Grewal for lack of diversity on the board. WITHHOLD votes are warranted for director nominees Adam Elsesser and Harpreet Grewal given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights.</i></p>					
1.2	Elect Director Harpreet Grewal	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Adam Elsesser and Harpreet Grewal for lack of diversity on the board. WITHHOLD votes are warranted for director nominees Adam Elsesser and Harpreet Grewal given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights.</i></p>					
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.</i></p>					

Penumbra, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; and * The company maintains an auto-accelerated equity vesting change-in-control provision.</i></p>					

SolarEdge Technologies, Inc.

Meeting Date: 06/05/2024 **Country:** USA **Ticker:** SEDG
Record Date: 04/08/2024 **Meeting Type:** Annual
Primary Security ID: 83417M104

Shares Voted: 240

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Zvi Lando	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Nadav Zafrir is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Avery More	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Nadav Zafrir is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director Nadav Zafrir	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Nadav Zafrir is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Ratify Kost Forer Gabbay & Kasierer, a member of EY Global as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 14.81 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i></p>					

Thomson Reuters Corporation

Meeting Date: 06/05/2024 **Country:** Canada **Ticker:** TRI
Record Date: 04/19/2024 **Meeting Type:** Annual
Primary Security ID: 884903808

Shares Voted: 5,947

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director David Thomson	Mgmt	For	For	For

Thomson Reuters Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Michael (Mike) Daniels, Kirk Arnold, William Edmund (Ed) Clark, Deanna Oppenheimer, Simon Paris and Barry Salzberg for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
1.2	Elect Director Steve Hasker	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Michael (Mike) Daniels, Kirk Arnold, William Edmund (Ed) Clark, Deanna Oppenheimer, Simon Paris and Barry Salzberg for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
1.3	Elect Director Kirk E. Arnold	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Michael (Mike) Daniels, Kirk Arnold, William Edmund (Ed) Clark, Deanna Oppenheimer, Simon Paris and Barry Salzberg for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
1.4	Elect Director W. Edmund Clark	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Michael (Mike) Daniels, Kirk Arnold, William Edmund (Ed) Clark, Deanna Oppenheimer, Simon Paris and Barry Salzberg for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
1.5	Elect Director LaVerne Council	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Michael (Mike) Daniels, Kirk Arnold, William Edmund (Ed) Clark, Deanna Oppenheimer, Simon Paris and Barry Salzberg for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
1.6	Elect Director Michael E. Daniels	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Michael (Mike) Daniels, Kirk Arnold, William Edmund (Ed) Clark, Deanna Oppenheimer, Simon Paris and Barry Salzberg for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
1.7	Elect Director Kirk Koenigsbauer	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Michael (Mike) Daniels, Kirk Arnold, William Edmund (Ed) Clark, Deanna Oppenheimer, Simon Paris and Barry Salzberg for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
1.8	Elect Director Deanna Oppenheimer	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Michael (Mike) Daniels, Kirk Arnold, William Edmund (Ed) Clark, Deanna Oppenheimer, Simon Paris and Barry Salzberg for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
1.9	Elect Director Simon Paris	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Michael (Mike) Daniels, Kirk Arnold, William Edmund (Ed) Clark, Deanna Oppenheimer, Simon Paris and Barry Salzberg for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
1.10	Elect Director Kim M. Rivera	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Michael (Mike) Daniels, Kirk Arnold, William Edmund (Ed) Clark, Deanna Oppenheimer, Simon Paris and Barry Salzberg for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
1.11	Elect Director Barry Salzberg	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Michael (Mike) Daniels, Kirk Arnold, William Edmund (Ed) Clark, Deanna Oppenheimer, Simon Paris and Barry Salzberg for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				

Thomson Reuters Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.12	Elect Director Peter J. Thomson	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Michael (Mike) Daniels, Kirk Arnold, William Edmund (Ed) Clark, Deanna Oppenheimer, Simon Paris and Barry Salzberg for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i></p>					
1.13	Elect Director Beth Wilson	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Michael (Mike) Daniels, Kirk Arnold, William Edmund (Ed) Clark, Deanna Oppenheimer, Simon Paris and Barry Salzberg for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i></p>					
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 9.21 percent of the total audit fees paid to the auditor are attributable to non-audit fees.</i></p>					
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote FOR this non-binding advisory vote as there are no significant issues at this time.</i></p>					

Unity Software Inc.

Meeting Date: 06/05/2024 **Country:** USA **Ticker:** U
Record Date: 04/12/2024 **Meeting Type:** Annual
Primary Security ID: 91332U101

Shares Voted: 816

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Roelof Botha	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member David Kostman for lack of diversity on the board. WITHHOLD votes are further warranted for incumbent governance committee member David Kostman given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board structure, each of which adversely impacts shareholder rights. Votes FOR the remaining director nominees are warranted.</i></p>					
1.2	Elect Director David Helgason	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member David Kostman for lack of diversity on the board. WITHHOLD votes are further warranted for incumbent governance committee member David Kostman given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board structure, each of which adversely impacts shareholder rights. Votes FOR the remaining director nominees are warranted.</i></p>					
1.3	Elect Director David Kostman	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member David Kostman for lack of diversity on the board. WITHHOLD votes are further warranted for incumbent governance committee member David Kostman given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board structure, each of which adversely impacts shareholder rights. Votes FOR the remaining director nominees are warranted.</i></p>					

Unity Software Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.4	Elect Director Michelle K. Lee	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member David Kostman for lack of diversity on the board. WITHHOLD votes are further warranted for incumbent governance committee member David Kostman given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board structure, each of which adversely impacts shareholder rights. Votes FOR the remaining director nominees are warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				

Walmart Inc.

Meeting Date: 06/05/2024 **Country:** USA **Ticker:** WMT
Record Date: 04/12/2024 **Meeting Type:** Annual
Primary Security ID: 931142103

Shares Voted: 30,514

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Cesar Conde	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas (Tom) Horton, Carla Harris and Randall Stephenson is warranted for lack of diversity on the board. A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Thomas (Tom) Horton, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Timothy P. Flynn	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas (Tom) Horton, Carla Harris and Randall Stephenson is warranted for lack of diversity on the board. A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Thomas (Tom) Horton, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Sarah J. Friar	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas (Tom) Horton, Carla Harris and Randall Stephenson is warranted for lack of diversity on the board. A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Thomas (Tom) Horton, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Carla A. Harris	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas (Tom) Horton, Carla Harris and Randall Stephenson is warranted for lack of diversity on the board. A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Thomas (Tom) Horton, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1e	Elect Director Thomas W. Horton	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas (Tom) Horton, Carla Harris and Randall Stephenson is warranted for lack of diversity on the board. A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Thomas (Tom) Horton, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Marissa A. Mayer	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas (Tom) Horton, Carla Harris and Randall Stephenson is warranted for lack of diversity on the board. A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Thomas (Tom) Horton, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director C. Douglas McMillon	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas (Tom) Horton, Carla Harris and Randall Stephenson is warranted for lack of diversity on the board. A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Thomas (Tom) Horton, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Brian Niccol	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas (Tom) Horton, Carla Harris and Randall Stephenson is warranted for lack of diversity on the board. A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Thomas (Tom) Horton, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Gregory B. Penner	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas (Tom) Horton, Carla Harris and Randall Stephenson is warranted for lack of diversity on the board. A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Thomas (Tom) Horton, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Randall L. Stephenson	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas (Tom) Horton, Carla Harris and Randall Stephenson is warranted for lack of diversity on the board. A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Thomas (Tom) Horton, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Steuart L. Walton	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas (Tom) Horton, Carla Harris and Randall Stephenson is warranted for lack of diversity on the board. A vote AGAINST the incumbent chair of the committee responsible for climate risk oversight, Thomas (Tom) Horton, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as pay and performance are reasonably aligned for the year under review. Concerns remain regarding the long-term incentive program, which is measured annually rather than requiring sustained performance over a multi-year period. Moreover, the STI and LTI utilize the same sales metric, though it is recognized that the committee incorporates a ROI metric in the LTI to incentivize disciplined growth. Furthermore, annual incentives are based on objective company performance and the large majority of long-term incentive awards were performance-conditioned.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				

Walmart Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Publish Targets for Transitioning from Gestation Crates in Pork Supply Chain	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. In light of regulatory developments and the company's lack of targets, shareholders would benefit from more information on the company's progress related to reducing or eliminating the use of gestation crates in its pork supply chain.</i>				
5	Conduct and Report a Third-Party Racial Equity Audit	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted, as such disclosure would allow shareholders to better assess the racial equity impacts and effectiveness of the company's policies and practices.</i>				
6	Publish Human Rights Risk Assessment on the Impacts of Walmart's Supply Chain	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. The company has not committed to make public the results of its human rights impact assessment and greater disclosure would allow shareholders to better evaluate the company's human rights efforts.</i>				
7	Establish a Company Compensation Policy of Paying a Living Wage	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. While the company has implemented minimum wage and employee development initiatives and continues to disclose diversity and gender pay disparity data, officially establishing these policies would benefit shareholders.</i>				
8	Report on a Civil Rights and Non-Discrimination Audit	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted as the company appears to be taking appropriate measures to address the risk of discrimination against employees based on religion or political, social and/or environmental views.</i>				
9	Commission a Third Party Audit on Workplace Safety and Violence	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as an independent audit would help shareholders evaluate the effectiveness of the company's workplace safety policies, practices, and management of potential risks.</i>				
10	Establish a Board Committee on Corporate Financial Sustainability	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted as, absent clear performance concerns, the board is generally given latitude to determine its committee structure.</i>				

Allegion Plc

Meeting Date: 06/06/2024

Country: Ireland

Ticker: ALLE

Record Date: 04/11/2024

Meeting Type: Annual

Primary Security ID: G0176J109

Shares Voted: 2,571

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Kirk S. Hachigian	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				

Allegion Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1b	Elect Director Susan L. Main	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1c	Elect Director Steven C. Mizell	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1d	Elect Director Nicole Parent Haughey	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1e	Elect Director Lauren B. Peters	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1f	Elect Director Ellen Rubin	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1g	Elect Director John H. Stone	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director Dev Vardhan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review. Annual incentives were determined by pre-set financial metrics, with performance targets that were set above the prior year's targets and achieved results. In addition, half of target long-term incentives are performance conditioned and measured over a multi-year period.</i>				
3	Ratify PricewaterhouseCoopers as Auditors and Authorise Their Remuneration	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the ratification of the company's auditor is warranted given that non-audit fees represent 26.62 percent of the total fees received by the auditor during the fiscal year, raising substantial doubts over the independence of the auditor.</i>				
4	Renew the Board's Authority to Issue Shares Under Irish Law	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
5	Renew the Board's Authority to Opt-Out of Statutory Pre-Emptions Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				

Appian Corporation

Meeting Date: 06/06/2024

Country: USA

Ticker: APPN

Record Date: 04/08/2024

Meeting Type: Annual

Primary Security ID: 03782L101

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Matthew Calkins	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for all director nominees because a majority of the board is not independent. WITHHOLD votes are further warranted for incumbent nominating committee member Barbara (Bobbie) Kilberg for lack of diversity on the board. WITHHOLD votes are also warranted for governance committee member Barbara (Bobbie) Kilberg for maintaining a multi-class capital structure with disparate voting rights that is not subject to a reasonable time-based sunset. WITHHOLD votes are additionally warranted for Matthew (Matt) Calkins as his ownership of the supervoting shares provides him with voting power control of the company.</i></p>				
1.2	Elect Director Robert C. Kramer	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for all director nominees because a majority of the board is not independent. WITHHOLD votes are further warranted for incumbent nominating committee member Barbara (Bobbie) Kilberg for lack of diversity on the board. WITHHOLD votes are also warranted for governance committee member Barbara (Bobbie) Kilberg for maintaining a multi-class capital structure with disparate voting rights that is not subject to a reasonable time-based sunset. WITHHOLD votes are additionally warranted for Matthew (Matt) Calkins as his ownership of the supervoting shares provides him with voting power control of the company.</i></p>				
1.3	Elect Director Mark Lynch	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for all director nominees because a majority of the board is not independent. WITHHOLD votes are further warranted for incumbent nominating committee member Barbara (Bobbie) Kilberg for lack of diversity on the board. WITHHOLD votes are also warranted for governance committee member Barbara (Bobbie) Kilberg for maintaining a multi-class capital structure with disparate voting rights that is not subject to a reasonable time-based sunset. WITHHOLD votes are additionally warranted for Matthew (Matt) Calkins as his ownership of the supervoting shares provides him with voting power control of the company.</i></p>				
1.4	Elect Director A.G.W. "Jack" Biddle, III	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for all director nominees because a majority of the board is not independent. WITHHOLD votes are further warranted for incumbent nominating committee member Barbara (Bobbie) Kilberg for lack of diversity on the board. WITHHOLD votes are also warranted for governance committee member Barbara (Bobbie) Kilberg for maintaining a multi-class capital structure with disparate voting rights that is not subject to a reasonable time-based sunset. WITHHOLD votes are additionally warranted for Matthew (Matt) Calkins as his ownership of the supervoting shares provides him with voting power control of the company.</i></p>				
1.5	Elect Director Shirley A. Edwards	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for all director nominees because a majority of the board is not independent. WITHHOLD votes are further warranted for incumbent nominating committee member Barbara (Bobbie) Kilberg for lack of diversity on the board. WITHHOLD votes are also warranted for governance committee member Barbara (Bobbie) Kilberg for maintaining a multi-class capital structure with disparate voting rights that is not subject to a reasonable time-based sunset. WITHHOLD votes are additionally warranted for Matthew (Matt) Calkins as his ownership of the supervoting shares provides him with voting power control of the company.</i></p>				
1.6	Elect Director Barbara "Bobbie" Kilberg	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for all director nominees because a majority of the board is not independent. WITHHOLD votes are further warranted for incumbent nominating committee member Barbara (Bobbie) Kilberg for lack of diversity on the board. WITHHOLD votes are also warranted for governance committee member Barbara (Bobbie) Kilberg for maintaining a multi-class capital structure with disparate voting rights that is not subject to a reasonable time-based sunset. WITHHOLD votes are additionally warranted for Matthew (Matt) Calkins as his ownership of the supervoting shares provides him with voting power control of the company.</i></p>				

Appian Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.7	Elect Director William D. McCarthy	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for all director nominees because a majority of the board is not independent. WITHHOLD votes are further warranted for incumbent nominating committee member Barbara (Bobbie) Kilberg for lack of diversity on the board. WITHHOLD votes are also warranted for governance committee member Barbara (Bobbie) Kilberg for maintaining a multi-class capital structure with disparate voting rights that is not subject to a reasonable time-based sunset. WITHHOLD votes are additionally warranted for Matthew (Matt) Calkins as his ownership of the supervoting shares provides him with voting power control of the company.</i></p>					
2	Ratify BDO USA, P.C. as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i></p>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. Although overall pay magnitude was reasonable, a significant portion of annual incentives were discretionary and the lack of disclosure of performance targets and results impairs shareholders' ability to evaluate the pay-for-performance alignment of the program. Transparency into retention bonuses to the NEOs was also lacking. In addition, equity awards to the NEOs other than the CEO lacked any performance criteria, and a significant portion of RSUs to two NEOs vested immediately.</i></p>					

BYD Company Limited

Meeting Date: 06/06/2024 **Country:** China **Ticker:** 1211
Record Date: 05/31/2024 **Meeting Type:** Annual
Primary Security ID: Y1023R104

Shares Voted: 26,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	AGM BALLOT FOR HOLDERS OF H SHARES	Mgmt			
1	Approve Report of the Board of Directors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i></p>					
2	Approve Report of the Supervisory Committee	Mgmt	For	For	For
<p><i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i></p>					
3	Approve Audited Financial Report	Mgmt	For	For	For
<p><i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i></p>					
4	Approve Annual Report and Its Summary	Mgmt	For	For	For
<p><i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i></p>					

BYD Company Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Approve Profit Distribution Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted given that this is a reasonable request that is made in line with applicable laws in China.</i>				
6	Approve Ernst & Young Hua Ming LLP as Sole External Auditor and Internal Control Audit Institution and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the audit firm, its remuneration, and the way the audit was conducted.</i>				
7	Approve Provision of Guarantee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted as the company has failed to disclose pertinent details regarding this proposal.</i>				
8	Approve Estimated Cap of Ordinary Connected Transactions	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the transactions to be contemplated under this proposal are within the ordinary and usual course of the company's business and are on normal commercial terms.</i>				
9	Approve Grant of General Mandate to the Board to Issue Additional H Shares	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST these resolutions is warranted for the following: * The share issuance limit is greater than 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The discount limit has not been specified for issuance for cash and non-cash consideration.</i>				
10	Approve General Mandate to the Directors of BYD Electronic (International) Company Limited to Issue New Shares	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST these resolutions is warranted for the following: * The share issuance limit is greater than 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The discount limit has not been specified for issuance for cash and non-cash consideration.</i>				
11	Approve Authorization to the Board to Determine the Proposed Plan for the Issuance of Debt Financing Instruments	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted given the lack of disclosed information to assess the impact of the possible issuance of convertible bonds on shareholders' rights and value.</i>				
12	Approve Purchase of Liability Insurance for Directors, Supervisors, Senior Management and Other Related Persons and Related Transactions	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted given that the purchase of liability insurance for directors, supervisors, senior management, and other related persons is in accordance with the common international practice.</i>				
13	Amend Articles of Association	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that the amendments to the Articles and the Shareholder Rules are mainly proposed to reflect the company's current circumstances and are made on the basis of the relevant laws and regulations governing the company.</i>				

BYD Company Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
14	Amend Rules of Procedures of the Shareholders' General Meetings	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that the amendments to the Articles and the Shareholder Rules are mainly proposed to reflect the company's current circumstances and are made on the basis of the relevant laws and regulations governing the company.</i></p>					

BYD Company Limited

Meeting Date: 06/06/2024 **Country:** China **Ticker:** 1211
Record Date: 05/30/2024 **Meeting Type:** Annual
Primary Security ID: Y1023R104

Shares Voted: 16,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	AGM BALLOT FOR HOLDERS OF A SHARES	Mgmt			
1	Approve Report of the Board of Directors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i></p>					
2	Approve Report of the Supervisory Committee	Mgmt	For	For	For
<p><i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i></p>					
3	Approve Audited Financial Report	Mgmt	For	For	For
<p><i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i></p>					
4	Approve Annual Report and Its Summary	Mgmt	For	For	For
<p><i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i></p>					
5	Approve Profit Distribution Plan	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted given that this is a reasonable request that is made in line with applicable laws in China.</i></p>					
6	Approve Ernst & Young Hua Ming LLP as Sole External Auditor and Internal Control Audit Institution and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the audit firm, its remuneration, and the way the audit was conducted.</i></p>					
7	Approve Provision of Guarantee	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this resolution is warranted as the company has failed to disclose pertinent details regarding this proposal.</i></p>					

BYD Company Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8	Approve Estimated Cap of Ordinary Connected Transactions	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the transactions to be contemplated under this proposal are within the ordinary and usual course of the company's business and are on normal commercial terms.</i>				
9	Approve Grant of General Mandate to the Board to Issue Additional H Shares	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST these resolutions is warranted for the following: * The share issuance limit is greater than 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The discount limit has not been specified for issuance for cash and non-cash consideration.</i>				
10	Approve General Mandate to the Directors of BYD Electronic (International) Company Limited to Issue New Shares	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST these resolutions is warranted for the following: * The share issuance limit is greater than 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The discount limit has not been specified for issuance for cash and non-cash consideration.</i>				
11	Approve Authorization to the Board to Determine the Proposed Plan for the Issuance of Debt Financing Instruments	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted given the lack of disclosed information to assess the impact of the possible issuance of convertible bonds on shareholders' rights and value.</i>				
12	Approve Purchase of Liability Insurance for Directors, Supervisors, Senior Management and Other Related Persons and Related Transactions	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted given that the purchase of liability insurance for directors, supervisors, senior management, and other related persons is in accordance with the common international practice.</i>				
13	Amend Articles of Association	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that the amendments to the Articles and the Shareholder Rules are mainly proposed to reflect the company's current circumstances and are made on the basis of the relevant laws and regulations governing the company.</i>				
14	Amend Rules of Procedures of the Shareholders' General Meetings	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that the amendments to the Articles and the Shareholder Rules are mainly proposed to reflect the company's current circumstances and are made on the basis of the relevant laws and regulations governing the company.</i>				

Chipotle Mexican Grill, Inc.

Meeting Date: 06/06/2024

Country: USA

Ticker: CMG

Record Date: 04/09/2024

Meeting Type: Annual

Primary Security ID: 169656105

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Albert S. Baldocchi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>				
1.2	Elect Director Matthew A. Carey	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>				
1.3	Elect Director Gregg L. Engles	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>				
1.4	Elect Director Patricia Fili-Krushel	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>				
1.5	Elect Director Laura Fuentes	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>				
1.6	Elect Director Mauricio Gutierrez	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>				
1.7	Elect Director Robin Hickenlooper	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>				
1.8	Elect Director Scott Maw	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>				
1.9	Elect Director Brian Niccol	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>				
1.10	Elect Director Mary Winston	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposal is warranted, as pay and performance are reasonably aligned at this time. There are concerns regarding high maximum payout opportunities under the STIP and LTIP. That being said, short-term incentives were primarily conditioned on pre-set metrics, and long-term incentives were targeted to be majority performance-conditioned, with a multi-year measurement period and forward-looking goal disclosure.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 24.63 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Approve 50:1 Stock Split	Mgmt	For	For	For
	<i>Voting Policy Rationale: Given the increase in the company's stock price in recent years, and the board's rationale, a vote FOR this proposal is warranted.</i>				

Chipotle Mexican Grill, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Amend Certificate of Incorporation	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted. The proposed amendment is consistent with the DGCL and will not materially impact shareholder rights.</i>					
6	Commission a Third Party Audit on Working Conditions	SH	Against	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as a third-party audit on the well-being and safety of the company's employees would help shareholders better evaluate the effectiveness of the company's human capital management strategy, particularly its efforts to comply with laws around scheduling and benefits, child labor, and workplace violence.</i>					
7	Adopt Policy to Not Interfere with Freedom of Association Rights	SH	Against	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as this policy may benefit shareholders by improving the company's management of related risks.</i>					
8	Report on Adoption of Automation	SH	Against	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as additional disclosure would help the company in its worker retention and recruitment efforts, and help shareholders understand how it is addressing labor related risks.</i>					
9	Report on Harassment and Discrimination Statistics	SH	Against	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the company has faced recent attention for allegations of harassment and discrimination in the workplace, and additional information regarding its preventive efforts would enable shareholders to better assess how the company is addressing and managing associated risks.</i>					

Corpay, Inc.

Meeting Date: 06/06/2024 **Country:** USA **Ticker:** CPAY
Record Date: 04/11/2024 **Meeting Type:** Annual
Primary Security ID: 219948106

Shares Voted: 990

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Annabelle Bexiga	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven Stull, Rahul Gupta, Archie Jones Jr., and Hala Modellmog is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1b	Elect Director Ronald F. Clarke	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven Stull, Rahul Gupta, Archie Jones Jr., and Hala Modellmog is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1c	Elect Director Joseph W. Farrelly	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven Stull, Rahul Gupta, Archie Jones Jr., and Hala Modellmog is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1d	Elect Director Rahul Gupta	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven Stull, Rahul Gupta, Archie Jones Jr., and Hala Moddemog is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Thomas M. Hagerty	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven Stull, Rahul Gupta, Archie Jones Jr., and Hala Moddemog is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Archie L. Jones, Jr.	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven Stull, Rahul Gupta, Archie Jones Jr., and Hala Moddemog is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Richard Macchia	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven Stull, Rahul Gupta, Archie Jones Jr., and Hala Moddemog is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Hala G. Moddemog	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven Stull, Rahul Gupta, Archie Jones Jr., and Hala Moddemog is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Jeffrey S. Sloan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven Stull, Rahul Gupta, Archie Jones Jr., and Hala Moddemog is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Steven T. Stull	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven Stull, Rahul Gupta, Archie Jones Jr., and Hala Moddemog is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Gerald Throop	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven Stull, Rahul Gupta, Archie Jones Jr., and Hala Moddemog is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 6.54 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * A majority of equity awards to the CEO are not tied to performance-contingent pay elements; and * High CEO pay relative to company performance compared to the company's peers.</i>				
4	Require Independent Board Chair	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the importance of having an independent chairman of the board.</i>				

Meeting Date: 06/06/2024

Country: USA

Ticker: CSGP

Record Date: 04/10/2024

Meeting Type: Annual

Primary Security ID: 22160N109

Shares Voted: 2,658

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Michael R. Klein	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) Klein, Laura Kaplan, and Christopher Nassetta is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Andrew C. Florance	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) Klein, Laura Kaplan, and Christopher Nassetta is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Angelique G. Brunner	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) Klein, Laura Kaplan, and Christopher Nassetta is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director John W. Hill	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) Klein, Laura Kaplan, and Christopher Nassetta is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Laura Cox Kaplan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) Klein, Laura Kaplan, and Christopher Nassetta is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Robert W. Musslewhite	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) Klein, Laura Kaplan, and Christopher Nassetta is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Christopher J. Nassetta	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) Klein, Laura Kaplan, and Christopher Nassetta is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Louise S. Sams	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) Klein, Laura Kaplan, and Christopher Nassetta is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.65 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; * The company maintains a modified single trigger change-in-control agreement provision; and * The company provides for excise tax-gross ups in existing agreements.</i>				

Meeting Date: 06/06/2024

Country: USA

Ticker: DVA

Record Date: 04/10/2024

Meeting Type: Annual

Primary Security ID: 23918K108

Shares Voted: 169

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Pamela M. Arway	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all director nominees is warranted.</i>				
1b	Elect Director Charles G. Berg	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all director nominees is warranted.</i>				
1c	Elect Director Barbara J. Desoer	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all director nominees is warranted.</i>				
1d	Elect Director Jason M. Hollar	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all director nominees is warranted.</i>				
1e	Elect Director Gregory J. Moore	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all director nominees is warranted.</i>				
1f	Elect Director Dennis W. Pullin	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all director nominees is warranted.</i>				
1g	Elect Director Javier J. Rodriguez	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all director nominees is warranted.</i>				
1h	Elect Director Adam H. Schechter	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all director nominees is warranted.</i>				
1i	Elect Director Wendy L. Schoppert	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all director nominees is warranted.</i>				
1j	Elect Director Phyllis R. Yale	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all director nominees is warranted.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.10 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned. Nonetheless, concerns persist regarding STI goal rigor, as both financial targets were again set below prior-year performance. That being said, short-term incentives were primarily based on pre-set financial metrics, and long-term incentives were primarily performance-based with a multi-year measurement period.</i>				

Meeting Date: 06/06/2024

Country: USA

Ticker: EME

Record Date: 04/09/2024

Meeting Type: Annual

Primary Security ID: 29084Q100

Shares Voted: 658

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director John W. Altmeyer	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members M. Kevin McEvoy, Ronald Johnson, and Robin Walker-Lee is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Anthony J. Guzzi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members M. Kevin McEvoy, Ronald Johnson, and Robin Walker-Lee is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Ronald L. Johnson	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members M. Kevin McEvoy, Ronald Johnson, and Robin Walker-Lee is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Carol P. Lowe	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members M. Kevin McEvoy, Ronald Johnson, and Robin Walker-Lee is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director M. Kevin McEvoy	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members M. Kevin McEvoy, Ronald Johnson, and Robin Walker-Lee is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director William P. Reid	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members M. Kevin McEvoy, Ronald Johnson, and Robin Walker-Lee is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Steven B. Schwarzwaelder	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members M. Kevin McEvoy, Ronald Johnson, and Robin Walker-Lee is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Robin Walker-Lee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members M. Kevin McEvoy, Ronald Johnson, and Robin Walker-Lee is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.72 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Meeting Date: 06/06/2024

Country: USA

Ticker: EXPO

Record Date: 04/10/2024

Meeting Type: Annual

Primary Security ID: 30214U102

Shares Voted: 732

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director George H. Brown	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Karen Richardson, George Brown, Carol Lindstrom and Debra Zumwalt is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Catherine Ford Corrigan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Karen Richardson, George Brown, Carol Lindstrom and Debra Zumwalt is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Paul R. Johnston	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Karen Richardson, George Brown, Carol Lindstrom and Debra Zumwalt is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Carol Lindstrom	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Karen Richardson, George Brown, Carol Lindstrom and Debra Zumwalt is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Karen A. Richardson	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Karen Richardson, George Brown, Carol Lindstrom and Debra Zumwalt is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Debra L. Zumwalt	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Karen Richardson, George Brown, Carol Lindstrom and Debra Zumwalt is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 13.15 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				

Freshworks Inc.

Meeting Date: 06/06/2024

Country: USA

Ticker: FRSH

Record Date: 04/10/2024

Meeting Type: Annual

Primary Security ID: 358054104

Shares Voted: 948

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Rathna Girish Mathrubootham	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Jennifer Taylor for lack of diversity on the board. WITHHOLD votes are further warranted for governance committee member Jennifer Taylor given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. Votes FOR the remaining director nominees are warranted.</i>				
1.2	Elect Director Zachary Nelson	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Jennifer Taylor for lack of diversity on the board. WITHHOLD votes are further warranted for governance committee member Jennifer Taylor given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. Votes FOR the remaining director nominees are warranted.</i>				
1.3	Elect Director Jennifer Taylor	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Jennifer Taylor for lack of diversity on the board. WITHHOLD votes are further warranted for governance committee member Jennifer Taylor given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. Votes FOR the remaining director nominees are warranted.</i>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				

Gartner, Inc.

Meeting Date: 06/06/2024

Country: USA

Ticker: IT

Record Date: 04/08/2024

Meeting Type: Annual

Primary Security ID: 366651107

Shares Voted: 1,206

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Peter E. Bisson	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Peter Bisson, Anne Fuchs, and William Grabe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Richard J. Bressler	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Peter Bisson, Anne Fuchs, and William Grabe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1c	Elect Director Raul E. Cesan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Peter Bisson, Anne Fuchs, and William Grabe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Karen E. Dykstra	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Peter Bisson, Anne Fuchs, and William Grabe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Diana S. Ferguson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Peter Bisson, Anne Fuchs, and William Grabe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Anne Sutherland Fuchs	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Peter Bisson, Anne Fuchs, and William Grabe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director William O. Grabe	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Peter Bisson, Anne Fuchs, and William Grabe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Jose M. Gutierrez	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Peter Bisson, Anne Fuchs, and William Grabe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Eugene A. Hall	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Peter Bisson, Anne Fuchs, and William Grabe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Stephen G. Pagliuca	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Peter Bisson, Anne Fuchs, and William Grabe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Eileen M. Serra	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Peter Bisson, Anne Fuchs, and William Grabe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director James C. Smith	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Peter Bisson, Anne Fuchs, and William Grabe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.86 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Meeting Date: 06/06/2024

Country: USA

Ticker: GDDY

Record Date: 04/11/2024

Meeting Type: Annual

Primary Security ID: 380237107

Shares Voted: 1,672

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Herald Chen	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Leah Sweet and Srinivas (Srini) Tallapragada is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Mark Garrett	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Leah Sweet and Srinivas (Srini) Tallapragada is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Brian Sharples	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Leah Sweet and Srinivas (Srini) Tallapragada is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Leah Sweet	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Leah Sweet and Srinivas (Srini) Tallapragada is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Srinivas (Srini) Tallapragada	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Leah Sweet and Srinivas (Srini) Tallapragada is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Sigal Zarmi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Leah Sweet and Srinivas (Srini) Tallapragada is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.01 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Approve Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
5	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that: * The purchase price is reasonable; * The number of shares reserved is reasonable; and * The offering period is within the limits prescribed by Section 423 of the Internal Revenue Code.</i>				

Meeting Date: 06/06/2024

Country: USA

Ticker: PI

Record Date: 04/17/2024

Meeting Type: Annual

Primary Security ID: 453204109

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Daniel Gibson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steve Sanghi, Umesh Padval and Meera Rao is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Umesh Padval	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steve Sanghi, Umesh Padval and Meera Rao is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Steve Sanghi	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steve Sanghi, Umesh Padval and Meera Rao is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Cathal Phelan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steve Sanghi, Umesh Padval and Meera Rao is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Meera Rao	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steve Sanghi, Umesh Padval and Meera Rao is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Chris Diorio	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steve Sanghi, Umesh Padval and Meera Rao is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Miron Washington	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steve Sanghi, Umesh Padval and Meera Rao is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i>				
4	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. The company seeks to align its officer exculpation provisions with the recently amended Delaware statute and existing protections afforded to directors, providing protections to officers that would allow the company to attract and retain quality personnel without negatively impacting shareholder rights.</i>				

lululemon athletica inc.

Meeting Date: 06/06/2024

Country: USA

Ticker: LULU

Record Date: 04/08/2024

Meeting Type: Annual

Primary Security ID: 550021109

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Calvin McDonald	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Isabel Ge Mahe and Emily White is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Isabel Mahe	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Isabel Ge Mahe and Emily White is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Martha (Marti) Morfitt	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Isabel Ge Mahe and Emily White is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Emily White	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Isabel Ge Mahe and Emily White is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Shane Grant	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Isabel Ge Mahe and Emily White is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Teri List	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Isabel Ge Mahe and Emily White is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as pay and performance are reasonably aligned at this time. Further, the majority of the CEO's compensation is tied to pre-set, objective measures, and payouts under both the STI and LTI programs are commensurate with recent company performance.</i>				
4	Report on Risks from Company's Use of Animal-Derived Materials	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted, as additional disclosure would allow shareholders to better assess how the company is evaluating and managing risks related to the production and sale of apparel using animal-derived materials.</i>				

Netflix, Inc.

Meeting Date: 06/06/2024

Country: USA

Ticker: NFLX

Record Date: 04/08/2024

Meeting Type: Annual

Primary Security ID: 64110L106

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Richard N. Barton	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jay Hoag and Bradford (Brad) Smith is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1b	Elect Director Mathias Dopfner	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jay Hoag and Bradford (Brad) Smith is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1c	Elect Director Reed Hastings	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jay Hoag and Bradford (Brad) Smith is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1d	Elect Director Jay C. Hoag	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jay Hoag and Bradford (Brad) Smith is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1e	Elect Director Greg Peters	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jay Hoag and Bradford (Brad) Smith is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1f	Elect Director Susan E. Rice	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jay Hoag and Bradford (Brad) Smith is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1g	Elect Director Ted Sarandos	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jay Hoag and Bradford (Brad) Smith is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1h	Elect Director Bradford L. Smith	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jay Hoag and Bradford (Brad) Smith is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1i	Elect Director Anne M. Sweeney	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jay Hoag and Bradford (Brad) Smith is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST the ratification of the company's auditor is warranted given that non-audit fees represent 28.01 percent of the total fees received by the auditor during the fiscal year, raising substantial doubts over the independence of the auditor.</i>					

Netflix, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the proposal is warranted, with caution. After two consecutive failed say-on-pay vote results, the compensation committee made a number of positive changes to the pay program in response to shareholders and was therefore adequately responsive to shareholder concerns. In connection with the introduction of an annual bonus structure, FY23 target bonus opportunities were relatively large, however, the bonus was based on pre-set financial metrics, and the FY24 bonus will cover all NEOs with significantly lower target values. The LTI grant remained based entirely in time-vested stock options for FY23, and half of the total grant vested immediately upon grant. While the FY23 LTI structure remained an outlier, this structure will be replaced in FY24 by a program split evenly between PSUs with a multi-year performance period and time-vested RSUs. The FY24 improvements are meaningful and intended to address many perennial concerns with the program, though the pay program changes and certain other issues warrant continued monitoring, including relatively large base salaries and pay magnitude in the context of a co-CEO structure.</i></p>					
4	Report on Use of Artificial Intelligence	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, as improved transparency and the disclosure of ethical guidelines would provide shareholders the ability to evaluate the benefits and risks associated with the company's use of AI as well as the actions the company is potentially taking to mitigate those risks.</i></p>					
5	Establish Committee on Corporate Sustainability	SH	Against	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this resolution is warranted, as the company's existing board oversight appears adequate to address issues related to corporate sustainability and the board should generally be given latitude to determine its committee structure.</i></p>					
6	Amend Director Election Resignation Bylaw	SH	Against	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted, as there are no recurring issues or specific concerns at the company that suggest the proponent's more-stringent director resignation policy is necessary at this time.</i></p>					
7	Amend Code of Ethics and Report on Board Compliance with the Amended Code	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, as more comprehensive information on how the board checks and verifies board member compliance with the Code of Ethics would provide assurance to shareholders that the company is adhering to its policies with respect to diversity, equity, and inclusion (DEI). Furthermore, the adoption of this proposal would enhance the company's current measures for ethical conduct and oversight and allow better insight into the effectiveness of the company's DEI efforts.</i></p>					
8	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as a lower ownership threshold would provide for a more useful special meeting right for shareholders.</i></p>					

Pepco Group NV

Meeting Date: 06/06/2024 **Country:** Netherlands **Ticker:** PCO
Record Date: 05/09/2024 **Meeting Type:** Extraordinary Shareholders

Primary Security ID: G6999C106

Shares Voted: 12,524

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

Pepco Group NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Open Meeting	Mgmt			
	<i>Voting Policy Rationale: No vote is required for this item.</i>				
2.a	Elect Stephan Borchert as Executive Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the election of Frederick Arnold warranted due to a lack of diversity on the board. A vote FOR the election of Stephan Borchert is warranted because: * The nominee is elected for a period not exceeding four years; * The candidate appears to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidate</i>				
2.b	Elect Frederick Arnold as Non-Executive Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the election of Frederick Arnold warranted due to a lack of diversity on the board. A vote FOR the election of Stephan Borchert is warranted because: * The nominee is elected for a period not exceeding four years; * The candidate appears to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidate</i>				
3	Amend Remuneration Policy of Board of Directors	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because the proposed remuneration policy is below par in relation to market standards, particularly with regard to the lack of disclosure concerning non-financial STI performance metrics and targets, the non-executives involvement in the LTIP, and the lack of disclosure regarding performance conditions and respective criteria attached to the share match plan.</i>				
4	Approve Pepco Group NV Share Matching Plan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted because: * Total potential dilution exceeds 5 percent * Performance conditions have not been disclosed</i>				
5	Other Business (Non-Voting)	Mgmt			
	<i>Voting Policy Rationale: No vote is required for this item.</i>				
6	Close Meeting	Mgmt			
	<i>Voting Policy Rationale: No vote is required for this item.</i>				

Procore Technologies, Inc.

Meeting Date: 06/06/2024 **Country:** USA **Ticker:** PCOR
Record Date: 04/12/2024 **Meeting Type:** Annual
Primary Security ID: 74275K108

Shares Voted: 290

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director William J.G. Griffith, IV	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Elisa Steele for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee member Elisa Steele given the board's failure to remove, or subject to a sunset requirement, the classified board and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				

Procore Technologies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director Graham V. Smith	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Elisa Steele for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee member Elisa Steele given the board's failure to remove, or subject to a sunset requirement, the classified board and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Elisa A. Steele	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Elisa Steele for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee member Elisa Steele given the board's failure to remove, or subject to a sunset requirement, the classified board and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted, as the company has not disclosed any risk mitigators, such as a clawback policy, CEO stock ownership guidelines, or stock holding period requirements. In addition, the company has not disclosed any environmental or social performance measures as a part of both its short- and long-term incentive plan for executives.</i>				

Restaurant Brands International Inc.

Meeting Date: 06/06/2024

Country: Canada

Ticker: QSR

Record Date: 04/12/2024

Meeting Type: Annual

Primary Security ID: 76131D103

Shares Voted: 5,897

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Alexandre Behring	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Votes AGAINST incumbent nominating committee members Ali Hedayat, Alexandre Behring and Thecla Sweeney are warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Maximilien de Limburg Stirum	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes AGAINST incumbent nominating committee members Ali Hedayat, Alexandre Behring and Thecla Sweeney are warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director J. Patrick Doyle	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes AGAINST incumbent nominating committee members Ali Hedayat, Alexandre Behring and Thecla Sweeney are warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Cristina Farjallat	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes AGAINST incumbent nominating committee members Ali Hedayat, Alexandre Behring and Thecla Sweeney are warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Restaurant Brands International Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.5	Elect Director Jordana Fribourg	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes AGAINST incumbent nominating committee members Ali Hedayat, Alexandre Behring and Thecla Sweeney are warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Ali G. Hedayat	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Votes AGAINST incumbent nominating committee members Ali Hedayat, Alexandre Behring and Thecla Sweeney are warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Marc Lemann	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes AGAINST incumbent nominating committee members Ali Hedayat, Alexandre Behring and Thecla Sweeney are warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Jason Melbourne	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes AGAINST incumbent nominating committee members Ali Hedayat, Alexandre Behring and Thecla Sweeney are warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director Daniel S. Schwartz	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes AGAINST incumbent nominating committee members Ali Hedayat, Alexandre Behring and Thecla Sweeney are warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.10	Elect Director Thecla Sweeney	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Votes AGAINST incumbent nominating committee members Ali Hedayat, Alexandre Behring and Thecla Sweeney are warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				
3	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.79 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Allow Shareholder Meetings to be Held in Virtual Format *Withdrawn Resolution*	SH			
	<i>Voting Policy Rationale: A vote recommendation of NONE is being issued as this proposal has been withdrawn by the proponent.</i>				
5	Report on Board Oversight of Diversity	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as shareholders would benefit from greater disclosure on how the company evaluates its efforts to increase the diversity of its senior leadership.</i>				
6	Report on Supply Chain Water Risk Exposure	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as shareholders would benefit from increased disclosures about how the company is measuring and working to mitigate water related risks.</i>				
7	Comply with World Health Organization Guidelines on Antimicrobial Use Throughout Supply Chains	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as there are industry trends towards phasing out usage of antimicrobials in animal-related food production based on evidence that their routine use in food production contributes to the global problem of antibiotic resistance. Additionally, lack of compliance with WHO guidelines could potentially expose the company to both reputational and regulatory risks.</i>				

Restaurant Brands International Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8	Disclose Any Annual Benchmarks for Animal Welfare Goals	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted. Additional disclosure on any annual benchmarks measuring animal welfare would allow shareholders to better be able to assess the effectiveness of the company's animal welfare efforts and management of related risks.</i></p>					
9	Report on PMSG use in Pork *Withdrawn Resolution*	SH			
<p><i>Voting Policy Rationale: A vote recommendation of NONE is being issued as this proposal has been withdrawn by the proponent.</i></p>					
10	Report on Efforts to Reduce Plastic Use	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, as investors would benefit from information concerning the company's efforts to reduce its plastic use by shifting away from single-use packaging.</i></p>					
11	Require Independent Board Chairman	SH	Against	For	For
<p><i>Voting Policy Rationale: Support FOR this proposal is warranted, given the importance of having an independent chairman of the board. Furthermore, in light of the concerns regarding the robustness of the lead independent director's role, and the appearance that non-independent directors could be part of the selection process for the lead director. In addition, an independent chair policy could simplify the current board leadership structure to promote more effective independent oversight and streamline responsibilities.</i></p>					

Royalty Pharma Plc

Meeting Date: 06/06/2024

Country: United Kingdom

Ticker: RPRX

Record Date: 04/12/2024

Meeting Type: Annual

Primary Security ID: G7709Q104

Shares Voted: 9,613

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Pablo Legorreta	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Errol De Souza, Ted Love and Gregory Norden is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Henry Fernandez	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Errol De Souza, Ted Love and Gregory Norden is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director Bonnie Bassler	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Errol De Souza, Ted Love and Gregory Norden is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1d	Elect Director Errol De Souza	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Errol De Souza, Ted Love and Gregory Norden is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1e	Elect Director Catherine Engelbert	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Errol De Souza, Ted Love and Gregory Norden is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

Royalty Pharma Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1f	Elect Director David Hodgson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Errol De Souza, Ted Love and Gregory Norden is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Ted Love	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Errol De Souza, Ted Love and Gregory Norden is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Gregory Norden	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Errol De Souza, Ted Love and Gregory Norden is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. The company is externally managed and has provided sufficient information regarding compensation arrangements between the NEOs and the external manager. The company discloses the total pay that each NEO received from the manager, the breakdown of fixed and variable pay, and discloses that the manager uses discretion to determine the value of variable pay.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 17.94 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the company's routine submission of the directors' report and financial statements is warranted because no significant concerns have been identified.</i>				
5	Approve Remuneration Policy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. The remuneration policy is being submitted in accordance with U.K. regulation, where the company is incorporated. Although some features of the remuneration policy do not align with market practice for U.K.-listed companies, they are consistent with U.S. practice.</i>				
6	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: As the company is reporting as a U.S. domestic issuer and given that the focus of this proposal is on top executive pay, the recommendation for this proposal is aligned with the U.S. say-on-pay analysis. Accordingly, a vote FOR is warranted.</i>				
7	Ratify Ernst & Young as U.K. Statutory Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 17.94 percent of the fees paid to the auditor are for non-audit purposes.</i>				
8	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as no significant concerns have been identified.</i>				
9	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted because the proposed amounts and duration are within recommended limits.</i>				
10	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted because the proposed amounts and duration are within recommended limits.</i>				

Toast, Inc.

Meeting Date: 06/06/2024

Country: USA

Ticker: TOST

Record Date: 04/10/2024

Meeting Type: Annual

Primary Security ID: 888787108

Shares Voted: 5,214

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Stephen Fredette	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Deval Patrick for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee member Deval Patrick given the board's failure to remove, or subject to a sunset requirement, the classified board structure and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Aman Narang	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Deval Patrick for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee member Deval Patrick given the board's failure to remove, or subject to a sunset requirement, the classified board structure and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Deval L. Patrick	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Deval Patrick for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee member Deval Patrick given the board's failure to remove, or subject to a sunset requirement, the classified board structure and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 9.31 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				
4	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted, as the company is de facto controlled and decisions regarding the company's response to shareholder litigation would be made by a board with limited accountability to public shareholders.</i>				

Trane Technologies Plc

Meeting Date: 06/06/2024

Country: Ireland

Ticker: TT

Record Date: 04/11/2024

Meeting Type: Annual

Primary Security ID: G8994E103

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Kirk E. Arnold	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1b	Elect Director Ana P. Assis	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1c	Elect Director Ann C. Berzin	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1d	Elect Director April Miller Boise	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1e	Elect Director Gary D. Forsee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1f	Elect Director Mark R. George	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1g	Elect Director John A. Hayes	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director Linda P. Hudson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1i	Elect Director Myles P. Lee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1j	Elect Director David S. Regnery	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1k	Elect Director Melissa N. Schaeffer	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1l	Elect Director John P. Surma	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * A majority of equity awards to the CEO are not tied to performance-contingent pay elements; * Excessive differentials between CEO pay and the pay of other named executive officers at the firm; and * High CEO pay in relation to company peer group CEO median pay levels.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors and Authorise Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 15.75 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Trane Technologies Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted because the proposed amounts and durations are within recommended limits.</i>				
5	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted because the proposed amounts and durations are within recommended limits.</i>				
6	Determine Price Range for Re-allotment of Treasury Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because this is a routine item for companies incorporated in Ireland, and no significant concerns have been identified.</i>				

Twilio Inc.

Meeting Date: 06/06/2024 **Country:** USA **Ticker:** TWLO
Record Date: 04/15/2024 **Meeting Type:** Annual
Primary Security ID: 90138F102

Shares Voted: 828

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Jeff Epstein	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominee Jeffrey (Jeff) Epstein for lack of diversity on the board. As no governance committee are on the ballot, WITHHOLD votes are further warranted for incumbent director nominee Jeffrey (Jeff) Epstein, given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. Votes FOR the remaining director nominees are warranted.</i>				
1.2	Elect Director Khozema Shipchandler	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominee Jeffrey (Jeff) Epstein for lack of diversity on the board. As no governance committee are on the ballot, WITHHOLD votes are further warranted for incumbent director nominee Jeffrey (Jeff) Epstein, given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. Votes FOR the remaining director nominees are warranted.</i>				
1.3	Elect Director Andrew Stafman	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominee Jeffrey (Jeff) Epstein for lack of diversity on the board. As no governance committee are on the ballot, WITHHOLD votes are further warranted for incumbent director nominee Jeffrey (Jeff) Epstein, given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. Votes FOR the remaining director nominees are warranted.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				

Twilio Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted. The committee was sufficiently responsive to last year's low say-on-pay vote, as concerns surrounding pay-and-performance alignment were addressed and positive changes were made to the short- and long-term incentive programs for FY23 and FY24. A pay-for-performance misalignment is sufficiently mitigated at this time. Former CEO Lawson's total FY23 compensation was limited to just his base salary. Additionally, an annual bonus program based on a pre-set financial metric was introduced in FY23, and PSUs granted in FY24 will be based on multi-year performance periods, though a concern is noted regarding NEO base salaries, which were relatively high.</i></p>					
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
<p><i>Voting Policy Rationale: A vote for the adoption of an ANNUAL say-on-pay frequency is warranted. Annual say-on-pay votes are considered a best practice as they give shareholders a regular opportunity to opine on executive pay.</i></p>					
5	Declassify the Board of Directors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as it enhances board accountability to shareholders and demonstrates a commitment to shareholders' interests on the part of management.</i></p>					

Alphabet Inc.

Meeting Date: 06/07/2024 **Country:** USA **Ticker:** GOOGL
Record Date: 04/09/2024 **Meeting Type:** Annual
Primary Security ID: 02079K305

Shares Voted: 58,333

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Larry Page	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes AGAINST incumbent nominating committee members John Hennessy and Frances Arnold are warranted for lack of diversity on the board. Votes AGAINST governance committee members John Hennessy and Frances Arnold are further warranted, due to the company maintaining a multi-class share structure with disparate voting rights, which is not subject to a reasonable time-based sunset. Votes AGAINST incumbent compensation committee members L. John Doerr, Kavitarik Ramanujam (Ram) Shriram, and Robin Washington are warranted due to executive compensation concerns, in the absence of a say-on-pay proposal on the ballot. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Sergey Brin	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes AGAINST incumbent nominating committee members John Hennessy and Frances Arnold are warranted for lack of diversity on the board. Votes AGAINST governance committee members John Hennessy and Frances Arnold are further warranted, due to the company maintaining a multi-class share structure with disparate voting rights, which is not subject to a reasonable time-based sunset. Votes AGAINST incumbent compensation committee members L. John Doerr, Kavitarik Ramanujam (Ram) Shriram, and Robin Washington are warranted due to executive compensation concerns, in the absence of a say-on-pay proposal on the ballot. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director Sundar Pichai	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes AGAINST incumbent nominating committee members John Hennessy and Frances Arnold are warranted for lack of diversity on the board. Votes AGAINST governance committee members John Hennessy and Frances Arnold are further warranted, due to the company maintaining a multi-class share structure with disparate voting rights, which is not subject to a reasonable time-based sunset. Votes AGAINST incumbent compensation committee members L. John Doerr, Kavitarik Ramanujam (Ram) Shriram, and Robin Washington are warranted due to executive compensation concerns, in the absence of a say-on-pay proposal on the ballot. A vote FOR the remaining director nominees is warranted.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1d	Elect Director John L. Hennessy	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: Votes AGAINST incumbent nominating committee members John Hennessy and Frances Arnold are warranted for lack of diversity on the board. Votes AGAINST governance committee members John Hennessy and Frances Arnold are further warranted, due to the company maintaining a multi-class share structure with disparate voting rights, which is not subject to a reasonable time-based sunset. Votes AGAINST incumbent compensation committee members L. John Doerr, Kavitarik Ramanujam (Ram) Shriram, and Robin Washington are warranted due to executive compensation concerns, in the absence of a say-on-pay proposal on the ballot. A vote FOR the remaining director nominees is warranted.</i></p>				
1e	Elect Director Frances H. Arnold	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: Votes AGAINST incumbent nominating committee members John Hennessy and Frances Arnold are warranted for lack of diversity on the board. Votes AGAINST governance committee members John Hennessy and Frances Arnold are further warranted, due to the company maintaining a multi-class share structure with disparate voting rights, which is not subject to a reasonable time-based sunset. Votes AGAINST incumbent compensation committee members L. John Doerr, Kavitarik Ramanujam (Ram) Shriram, and Robin Washington are warranted due to executive compensation concerns, in the absence of a say-on-pay proposal on the ballot. A vote FOR the remaining director nominees is warranted.</i></p>				
1f	Elect Director R. Martin "Marty" Chavez	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes AGAINST incumbent nominating committee members John Hennessy and Frances Arnold are warranted for lack of diversity on the board. Votes AGAINST governance committee members John Hennessy and Frances Arnold are further warranted, due to the company maintaining a multi-class share structure with disparate voting rights, which is not subject to a reasonable time-based sunset. Votes AGAINST incumbent compensation committee members L. John Doerr, Kavitarik Ramanujam (Ram) Shriram, and Robin Washington are warranted due to executive compensation concerns, in the absence of a say-on-pay proposal on the ballot. A vote FOR the remaining director nominees is warranted.</i></p>				
1g	Elect Director L. John Doerr	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: Votes AGAINST incumbent nominating committee members John Hennessy and Frances Arnold are warranted for lack of diversity on the board. Votes AGAINST governance committee members John Hennessy and Frances Arnold are further warranted, due to the company maintaining a multi-class share structure with disparate voting rights, which is not subject to a reasonable time-based sunset. Votes AGAINST incumbent compensation committee members L. John Doerr, Kavitarik Ramanujam (Ram) Shriram, and Robin Washington are warranted due to executive compensation concerns, in the absence of a say-on-pay proposal on the ballot. A vote FOR the remaining director nominees is warranted.</i></p>				
1h	Elect Director Roger W. Ferguson, Jr.	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Votes AGAINST incumbent nominating committee members John Hennessy and Frances Arnold are warranted for lack of diversity on the board. Votes AGAINST governance committee members John Hennessy and Frances Arnold are further warranted, due to the company maintaining a multi-class share structure with disparate voting rights, which is not subject to a reasonable time-based sunset. Votes AGAINST incumbent compensation committee members L. John Doerr, Kavitarik Ramanujam (Ram) Shriram, and Robin Washington are warranted due to executive compensation concerns, in the absence of a say-on-pay proposal on the ballot. A vote FOR the remaining director nominees is warranted.</i></p>				
1i	Elect Director K. Ram Shriram	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: Votes AGAINST incumbent nominating committee members John Hennessy and Frances Arnold are warranted for lack of diversity on the board. Votes AGAINST governance committee members John Hennessy and Frances Arnold are further warranted, due to the company maintaining a multi-class share structure with disparate voting rights, which is not subject to a reasonable time-based sunset. Votes AGAINST incumbent compensation committee members L. John Doerr, Kavitarik Ramanujam (Ram) Shriram, and Robin Washington are warranted due to executive compensation concerns, in the absence of a say-on-pay proposal on the ballot. A vote FOR the remaining director nominees is warranted.</i></p>				
1j	Elect Director Robin L. Washington	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: Votes AGAINST incumbent nominating committee members John Hennessy and Frances Arnold are warranted for lack of diversity on the board. Votes AGAINST governance committee members John Hennessy and Frances Arnold are further warranted, due to the company maintaining a multi-class share structure with disparate voting rights, which is not subject to a reasonable time-based sunset. Votes AGAINST incumbent compensation committee members L. John Doerr, Kavitarik Ramanujam (Ram) Shriram, and Robin Washington are warranted due to executive compensation concerns, in the absence of a say-on-pay proposal on the ballot. A vote FOR the remaining director nominees is warranted.</i></p>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 6.10 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Amend Bylaw regarding Stockholder Approval of Director Compensation	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the proposal is warranted. The proponent's rationale is insufficient to justify the adoption of a potentially disruptive and overly prescriptive proposal regarding director compensation, particularly in the absence of director pay magnitude and structure concerns.</i>				
4	Report on Risks of Omitting Viewpoint and Ideological Diversity from EEO Policy	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted as the company's current policies, commitments, and disclosures provide sufficient information for investors to determine how the company mitigates any risks associated with its EEO Policy.</i>				
5	Report on Electromagnetic Radiation and Wireless Technologies Risks	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted, for the following reasons: * The scientific evidence suggests that the FCC's regulations around electromagnetic interference are protective of public health; * The company provides extensive disclosure indicating that its products comply with the law and the proponent does not cite any evidence to suggest the company is violating the law; and * This issue may be better addressed through the regulatory process.</i>				
6	Adopt Policy to Require Board of Directors Members to Disclose their Political and Charitable Donations	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted as the company discloses sufficient policies, procedures, and oversight to address the risks raised.</i>				
7	Report on Climate Risk in Retirement Plan Options	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. While the company offers an option to employees that want to invest more responsibly, it is unclear how well employees understand the retirement plans available to them. The information requested in the report would not only complement and enhance the company's existing commitments regarding climate change, but also allow shareholders to better evaluate the company's strategies and management of related risks.</i>				
8	Report on Lobbying Payments and Policy	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted, as shareholders would benefit from increased disclosure to evaluate the company's lobbying efforts.</i>				
9	Approve Recapitalization Plan for all Stock to Have One-vote per Share	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as it would convey to the board nonaffiliated shareholders' preference for a capital structure in which the levels of economic ownership and voting power are aligned.</i>				
10	Report on Reproductive Healthcare Misinformation Risks	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because further disclosure would benefit shareholders' understanding on the steps that Alphabet Inc. is taking to address concerns related to potential reproductive healthcare misinformation.</i>				

Alphabet Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
11	Amend Audit and Compliance Committee Charter to Include Artificial Intelligence Oversight	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as more explicitly including artificial intelligence oversight into the Audit and Compliance Committee's responsibilities would benefit shareholders by identifying clear lines of board responsibility to mitigate related risks and better refine some of the company's current risk oversight mechanisms.</i>				
12	Report on Risks Related to AI Generated Misinformation and Disinformation	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Increased disclosure and greater transparency regarding risks related to misinformation and disinformation, including from generative AI, would benefit shareholders on its potential business impacts and how the company is managing these risks</i>				
13	Publish Human Rights Risk Assessment on the AI-Driven Targeted Ad Policies	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because an independent human rights assessment on the impacts would help shareholders better evaluate the company's management of risks related to the human rights impacts of its targeted advertising policies and practices.</i>				
14	Adopt Targets Evaluating YouTube Child Safety Policies	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as additional disclosure on how the company measures and tracks metrics related to child safety on the company's platforms would give shareholders more information on how well the company is managing related risks.</i>				

ANSYS, Inc.

Meeting Date: 06/07/2024 **Country:** USA **Ticker:** ANSS
Record Date: 04/09/2024 **Meeting Type:** Annual
Primary Security ID: 03662Q105

Shares Voted: 998

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1A	Elect Director Jim Frankola	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Ronald (Ron) Hovsepian is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1B	Elect Director Alec D. Gallimore	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Ronald (Ron) Hovsepian is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1C	Elect Director Ronald W. Hovsepian	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Ronald (Ron) Hovsepian is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 13.10 percent of the fees paid to the auditor are for non-audit purposes.</i>				

ANSYS, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * A majority of equity awards to the CEO are not tied to performance-contingent pay elements; * Excessive differentials between CEO pay and the pay of other named executive officers at the firm; and * High CEO pay in relation to company peer group CEO median pay levels.</i></p>					
4	Provide Right to Call a Special Meeting	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the ability to call special meetings would improve shareholder rights.</i></p>					

Arista Networks, Inc.

Meeting Date: 06/07/2024 **Country:** USA **Ticker:** ANET
Record Date: 04/09/2024 **Meeting Type:** Annual
Primary Security ID: 040413106

Shares Voted: 2,454

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Kelly Battles	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Jayshree Ullal and Kelly Battles for lack of diversity on the board. WITHHOLD votes are further warranted for incumbent director nominees Jayshree Ullal and Kelly Battles given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impact shareholder rights. Votes FOR the new director nominee Kenneth (Ken) Duda are warranted at this time.</i></p>					
1.2	Elect Director Kenneth Duda	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Jayshree Ullal and Kelly Battles for lack of diversity on the board. WITHHOLD votes are further warranted for incumbent director nominees Jayshree Ullal and Kelly Battles given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impact shareholder rights. Votes FOR the new director nominee Kenneth (Ken) Duda are warranted at this time.</i></p>					
1.3	Elect Director Jayshree Ullal	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Jayshree Ullal and Kelly Battles for lack of diversity on the board. WITHHOLD votes are further warranted for incumbent director nominees Jayshree Ullal and Kelly Battles given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impact shareholder rights. Votes FOR the new director nominee Kenneth (Ken) Duda are warranted at this time.</i></p>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; and * The company has not disclosed any risk mitigators, such as a clawback policy, CEO stock ownership guidelines, or stock holding period requirements.</i></p>					
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 5.86 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					

Arista Networks, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Amend Omnibus Stock Plan	Mgmt	For	For	For

Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.

Brookfield Asset Management Ltd.

Meeting Date: 06/07/2024 **Country:** Canada **Ticker:** BAM
Record Date: 04/18/2024 **Meeting Type:** Annual
Primary Security ID: 113004105

Shares Voted: 11,358

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Meeting for Class A Limited Voting Shareholders	Mgmt			
1.1	Elect Director Marcel R. Coutu	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Olivia (Liv) Garfield, Nilizandr (Nili) Gilbert, Diana Noble, and Satish Rai for lack of diversity on the board. Vote FOR the remaining proposed nominees.</i>				
1.2	Elect Director Olivia (Liv) Garfield	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Olivia (Liv) Garfield, Nilizandr (Nili) Gilbert, Diana Noble, and Satish Rai for lack of diversity on the board. Vote FOR the remaining proposed nominees.</i>				
1.3	Elect Director Nili Gilbert	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Olivia (Liv) Garfield, Nilizandr (Nili) Gilbert, Diana Noble, and Satish Rai for lack of diversity on the board. Vote FOR the remaining proposed nominees.</i>				
1.4	Elect Director Allison Kirkby	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Olivia (Liv) Garfield, Nilizandr (Nili) Gilbert, Diana Noble, and Satish Rai for lack of diversity on the board. Vote FOR the remaining proposed nominees.</i>				
1.5	Elect Director Diana Noble	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Olivia (Liv) Garfield, Nilizandr (Nili) Gilbert, Diana Noble, and Satish Rai for lack of diversity on the board. Vote FOR the remaining proposed nominees.</i>				
1.6	Elect Director Satish Rai	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Olivia (Liv) Garfield, Nilizandr (Nili) Gilbert, Diana Noble, and Satish Rai for lack of diversity on the board. Vote FOR the remaining proposed nominees.</i>				
2	Approve Deloitte LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR this item because none of the total audit fees paid to the auditor are attributable to non-audit fees.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR this non-binding advisory resolution as there are no significant issues at this time.</i>				

CMOC Group Limited

Meeting Date: 06/07/2024

Country: China

Ticker: 3993

Record Date: 06/03/2024

Meeting Type: Annual

Primary Security ID: Y1503Z105

Shares Voted: 159,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	AGM BALLOT FOR HOLDERS OF H SHARES	Mgmt			
1	Approve Purchase of Structured Deposit with Internal Idle Fund	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because the proposed investment could expose the company to unnecessary risks.</i>				
2	Approve Purchase of Wealth Management or Entrusted Wealth Management Products with Internal Idle Fund	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the proposed purchase of wealth management or entrusted wealth management products with internal idle funds.</i>				
3	Approve Forecast of the Amount of External Guarantee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted as the company has failed to disclose pertinent details regarding the provision of guarantees to other controlled subsidiaries.</i>				
4	Approve Forfeiture of Uncollected Dividend of H Shareholders	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that these are reasonable requests that are made in line with applicable laws in China.</i>				
5	Authorize Board to Decide on Issuance of Debt Financing Instruments	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the issuance of debt financing instruments is warranted given the lack of disclosed information to assess the impact of the possible issuance of convertible bonds on shareholders' rights and value.</i>				
6	Authorize Board to Deal with the Distribution of Interim Dividend and Quarterly Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that these are reasonable requests that are made in line with applicable laws in China.</i>				
7	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights for Additional A Shares and/or H Shares	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted for the following: * The share issuance limit is greater than 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has not specified the discount limit for issuance for cash and non-cash consideration.</i>				
8	Authorize Repurchase of Issued H Share Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted given the absence of any known issues concerning the proposed H share repurchase.</i>				

CMOC Group Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
9	Approve Report of the Board of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				
10	Approve Report of the Supervisory Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				
11	Approve Annual Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				
12	Approve Financial Report and Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				
13	Approve Profit Distribution Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that these are reasonable requests that are made in line with applicable laws in China.</i>				
14	Approve Amendment and Improvement of the Internal Control Systems Including the Articles of Association	Mgmt	For	For	For
	<i>Voting Policy Rationale: Given that the amendments are mainly proposed to reflect changes in the relevant laws and regulations, would enhance shareholders' rights, and are mainly intended to reflect the company's current circumstances, a vote FOR this proposal is warranted.</i>				
15	Approve Appointment of the External Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the audit firm, its remuneration, and the way the audit was conducted.</i>				
16	Approve Joint External Investments and Related Parties and Related Party Transactions	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted considering the company's ownership stakes in entities being guaranteed and the operational needs.</i>				
17	Approve Donation-Related Matters	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that the provision of external donations would allow the company to fulfill its corporate social responsibility.</i>				
	ELECT DIRECTORS	Mgmt			
18.1	Elect Yuan Honglin as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the election of all nominees is warranted.</i>				
18.2	Elect Sun Ruiwen as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the election of all nominees is warranted.</i>				
18.3	Elect Li Chaochun as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the election of all nominees is warranted.</i>				

CMOC Group Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
18.4	Elect Lin Jiuxin as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the election of all nominees is warranted.</i>				
18.5	Elect Jiang Li as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the election of all nominees is warranted.</i>				
	ELECT SUPERVISORS	Mgmt			
19.1	Elect Zheng Shu as Supervisor	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues relating to the nominees, a vote FOR their election as supervisors is warranted.</i>				
19.2	Elect Zhang Zhenhao as Supervisor	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues relating to the nominees, a vote FOR their election as supervisors is warranted.</i>				
20	Authorize Board to Fix Remuneration of Directors and Supervisors	Mgmt	For	For	For
	<i>Voting Policy Rationale: Director and supervisor remuneration at Hong Kong-listed companies are usually reasonable. In the absence of known concerns over director and supervisor remuneration at the company, a vote FOR this proposal is warranted.</i>				
	ELECT INDEPENDENT NON-EXECUTIVE DIRECTORS VIA CUMULATIVE VOTING	Mgmt			
21.1	Elect Wang Kaiguo as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the election of all nominees is warranted.</i>				
21.2	Elect Gu Hongyu as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the election of all nominees is warranted.</i>				
21.3	Elect Cheng Gordon as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the election of all nominees is warranted.</i>				

Digital Realty Trust, Inc.

Meeting Date: 06/07/2024

Country: USA

Ticker: DLR

Record Date: 04/08/2024

Meeting Type: Annual

Primary Security ID: 253868103

Shares Voted: 11,720

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director VeraLinn "Dash" Jamieson	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members VeraLinn (Dash) Jamieson, Kevin Kennedy, William LaPerch, and Mark Patterson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Digital Realty Trust, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1b	Elect Director Kevin J. Kennedy	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members VeraLinn (Dash) Jamieson, Kevin Kennedy, William LaPerch, and Mark Patterson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director William G. LaPerch	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members VeraLinn (Dash) Jamieson, Kevin Kennedy, William LaPerch, and Mark Patterson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Jean F.H.P. Mandeville	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members VeraLinn (Dash) Jamieson, Kevin Kennedy, William LaPerch, and Mark Patterson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Afshin Mohebbi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members VeraLinn (Dash) Jamieson, Kevin Kennedy, William LaPerch, and Mark Patterson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Mark R. Patterson	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members VeraLinn (Dash) Jamieson, Kevin Kennedy, William LaPerch, and Mark Patterson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Mary Hogan Preusse	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members VeraLinn (Dash) Jamieson, Kevin Kennedy, William LaPerch, and Mark Patterson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Andrew P. Power	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members VeraLinn (Dash) Jamieson, Kevin Kennedy, William LaPerch, and Mark Patterson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Susan Swanezy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members VeraLinn (Dash) Jamieson, Kevin Kennedy, William LaPerch, and Mark Patterson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 4.38 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review, annual incentives were primarily based on pre-set objective targets and a majority of the long-term incentives are performance contingent. However, concerns persist that many financial metrics under the annual incentive plan lack disclosure.</i>				

Meeting Date: 06/07/2024

Country: Switzerland

Ticker: GRMN

Record Date: 04/12/2024

Meeting Type: Annual

Primary Security ID: H2906T109

Shares Voted: 3,666

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this routine item is warranted.</i>				
2	Approve Allocation of Income and Dividends	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the allocation of income resolutions are considered warranted due to a lack of concerns.</i>				
3	Approve Dividends	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the allocation of income resolutions are considered warranted due to a lack of concerns.</i>				
4	Approve Discharge of Board and Senior Management	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted, as there is no evidence that the board and senior management have not fulfilled their fiduciary duties.</i>				
5a	Elect Director Jonathan C. Burrell	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jonathan Burrell, Joseph Hartnett, and Catherine Lewis is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
5b	Elect Director Joseph J. Hartnett	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jonathan Burrell, Joseph Hartnett, and Catherine Lewis is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
5c	Elect Director Min H. Kao	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jonathan Burrell, Joseph Hartnett, and Catherine Lewis is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
5d	Elect Director Catherine A. Lewis	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jonathan Burrell, Joseph Hartnett, and Catherine Lewis is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
5e	Elect Director Clifton A. Pemble	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jonathan Burrell, Joseph Hartnett, and Catherine Lewis is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
5f	Elect Director Susan M. Ball	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jonathan Burrell, Joseph Hartnett, and Catherine Lewis is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
6	Elect Min H. Kao as Board Chair	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the election of Min Kao as chair of the board is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7a	Appoint Jonathan C. Burrell as Member of the Compensation Committee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST Joseph Harnett, Catherine Lewis, and Jonathan Burrell as members of the compensation committee is warranted as the election of the nominees to the board are not supported. A vote FOR Susan Ball is warranted.</i>				
7b	Appoint Joseph J. Hartnett as Member of the Compensation Committee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST Joseph Harnett, Catherine Lewis, and Jonathan Burrell as members of the compensation committee is warranted as the election of the nominees to the board are not supported. A vote FOR Susan Ball is warranted.</i>				
7c	Appoint Catherine A. Lewis as Member of the Compensation Committee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST Joseph Harnett, Catherine Lewis, and Jonathan Burrell as members of the compensation committee is warranted as the election of the nominees to the board are not supported. A vote FOR Susan Ball is warranted.</i>				
7d	Appoint Susan M. Ball as Member of the Compensation Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST Joseph Harnett, Catherine Lewis, and Jonathan Burrell as members of the compensation committee is warranted as the election of the nominees to the board are not supported. A vote FOR Susan Ball is warranted.</i>				
8	Designate Wuersch & Gering LLP as Independent Proxy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concerns.</i>				
9	Ratify Ernst & Young LLP as Auditors and Ernst & Young Ltd as Statutory Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.87 percent of the fees paid to the auditor are for non-audit purposes.</i>				
10	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; and * The company has not disclosed any risk mitigators, such as a clawback policy, CEO stock ownership guidelines, or stock holding period requirements.</i>				
11	Advisory Vote on the Swiss Statutory Compensation Report	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: As the company is reporting as a U.S. domestic issuer and given that a focus of this proposal is on top executive pay, the recommendation for this proposal is aligned with the U.S. say-on-pay analysis (Item 10). Accordingly, a vote AGAINST this proposal is warranted.</i>				
12	Approve Non-Financial Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the approval of the company's non-financial report is warranted. Nevertheless, support is qualified considering the lack of external assurance that would confirm the validity of the information.</i>				
13	Approve Fiscal Year 2025 Maximum Aggregate Compensation for the Executive Management	Mgmt	For	For	For
	<i>Voting Policy Rationale: As the company is classified as a US domestic issuer, and given that the focus of this proposal is on top executive pay, the recommendation for this proposal is aligned to the US say-on-pay analysis. Accordingly, a FOR this proposal is warranted.</i>				

Garmin Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
14	Approve Maximum Aggregate Compensation for the Board of Directors for the Period Between the 2024 AGM and the 2025 AGM	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount is broadly in line with market practice.</i>					
15	Amend Omnibus Stock Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>					
16	Amend Articles to Reflect Changes in Capital	Mgmt	For	For	For
<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>					

Jiangsu Yanghe Brewery Joint-Stock Co., Ltd.

Meeting Date: 06/07/2024 **Country:** China **Ticker:** 002304
Record Date: 06/03/2024 **Meeting Type:** Annual
Primary Security ID: Y444AE101

Shares Voted: 3,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Report of the Board of Directors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
2	Approve Report of the Board of Supervisors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
3	Approve Annual Report and Summary	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
4	Approve Financial Statements	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
5	Approve Profit Distribution	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because the proposed dividend payout is considered reasonable.</i>					
6	Approve to Appoint Financial Auditor and Internal Control Auditor	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because the company has provided a valid reason for the change of auditor.</i>					
7	Approve Amendments to Articles of Association	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					

Jiangsu Yanghe Brewery Joint-Stock Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8	Amend Rules and Procedures Regarding General Meetings of Shareholders	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					
9	Amend Rules and Procedures Regarding Meetings of Board of Directors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					
10	Amend Related Party Transaction Management System	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted given the company has not specified the details and the provisions covered under the proposed amendments.</i>					

LARGAN Precision Co., Ltd.

Meeting Date: 06/07/2024 **Country:** Taiwan **Ticker:** 3008
Record Date: 04/08/2024 **Meeting Type:** Annual
Primary Security ID: Y52144105

Shares Voted: 2,250

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Business Operations Report and Financial Statements	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for this routine resolution because no concerns have been identified.</i>					
2	Approve Plan on Profit Distribution	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because the proposed payout is considered reasonable.</i>					

OneSpan Inc.

Meeting Date: 06/07/2024 **Country:** USA **Ticker:** OSPN
Record Date: 04/09/2024 **Meeting Type:** Annual
Primary Security ID: 68287N100

Shares Voted: 3,806

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Marc Boroditsky	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Garry Capers, Sarika Garg, and Marianne Johnson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

OneSpan Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1b	Elect Director Garry Capers	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Garry Capers, Sarika Garg, and Marianne Johnson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Sarika Garg	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Garry Capers, Sarika Garg, and Marianne Johnson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Marianne Johnson	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Garry Capers, Sarika Garg, and Marianne Johnson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Michael McConnell	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Garry Capers, Sarika Garg, and Marianne Johnson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Alfred Nietzel	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Garry Capers, Sarika Garg, and Marianne Johnson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Marc Zenner	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Garry Capers, Sarika Garg, and Marianne Johnson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. While annual incentives are primarily based on pre-set financial metrics, with below-target payouts in line with performance, CEO Moynahan received an annual-cycle equity award which was primarily time-vesting as well as a large special performance-based award. Moreover, PSUs under both awards utilize annual performance periods with metrics which overlap with the annual incentive.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				

Comcast Corporation

Meeting Date: 06/10/2024 **Country:** USA **Ticker:** CMCSA
Record Date: 04/01/2024 **Meeting Type:** Annual
Primary Security ID: 20030N101

Shares Voted: 38,775

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Kenneth J. Bacon	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Kenneth Bacon, Madeline Bell and Jeffrey Honickman for lack of diversity on the board. WITHHOLD votes are further warranted for Kenneth Bacon, Madeline Bell, and Jeffrey Honickman given the board's failure to remove, or subject to a reasonable sunset requirement, the multi-class capital structure with disparate voting rights. A vote FOR the remaining director nominees is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director Thomas J. Baltimore, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Kenneth Bacon, Madeline Bell and Jeffrey Honickman for lack of diversity on the board. WITHHOLD votes are further warranted for Kenneth Bacon, Madeline Bell, and Jeffrey Honickman given the board's failure to remove, or subject to a reasonable sunset requirement, the multi-class capital structure with disparate voting rights. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Madeline S. Bell	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Kenneth Bacon, Madeline Bell and Jeffrey Honickman for lack of diversity on the board. WITHHOLD votes are further warranted for Kenneth Bacon, Madeline Bell, and Jeffrey Honickman given the board's failure to remove, or subject to a reasonable sunset requirement, the multi-class capital structure with disparate voting rights. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Louise F. Brady	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Kenneth Bacon, Madeline Bell and Jeffrey Honickman for lack of diversity on the board. WITHHOLD votes are further warranted for Kenneth Bacon, Madeline Bell, and Jeffrey Honickman given the board's failure to remove, or subject to a reasonable sunset requirement, the multi-class capital structure with disparate voting rights. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Edward D. Breen	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Kenneth Bacon, Madeline Bell and Jeffrey Honickman for lack of diversity on the board. WITHHOLD votes are further warranted for Kenneth Bacon, Madeline Bell, and Jeffrey Honickman given the board's failure to remove, or subject to a reasonable sunset requirement, the multi-class capital structure with disparate voting rights. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Jeffrey A. Honickman	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Kenneth Bacon, Madeline Bell and Jeffrey Honickman for lack of diversity on the board. WITHHOLD votes are further warranted for Kenneth Bacon, Madeline Bell, and Jeffrey Honickman given the board's failure to remove, or subject to a reasonable sunset requirement, the multi-class capital structure with disparate voting rights. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Wonya Y. Lucas	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Kenneth Bacon, Madeline Bell and Jeffrey Honickman for lack of diversity on the board. WITHHOLD votes are further warranted for Kenneth Bacon, Madeline Bell, and Jeffrey Honickman given the board's failure to remove, or subject to a reasonable sunset requirement, the multi-class capital structure with disparate voting rights. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Asuka Nakahara	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Kenneth Bacon, Madeline Bell and Jeffrey Honickman for lack of diversity on the board. WITHHOLD votes are further warranted for Kenneth Bacon, Madeline Bell, and Jeffrey Honickman given the board's failure to remove, or subject to a reasonable sunset requirement, the multi-class capital structure with disparate voting rights. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director David C. Novak	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Kenneth Bacon, Madeline Bell and Jeffrey Honickman for lack of diversity on the board. WITHHOLD votes are further warranted for Kenneth Bacon, Madeline Bell, and Jeffrey Honickman given the board's failure to remove, or subject to a reasonable sunset requirement, the multi-class capital structure with disparate voting rights. A vote FOR the remaining director nominees is warranted.</i>				

Comcast Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.10	Elect Director Brian L. Roberts	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Kenneth Bacon, Madeline Bell and Jeffrey Honickman for lack of diversity on the board. WITHHOLD votes are further warranted for Kenneth Bacon, Madeline Bell, and Jeffrey Honickman given the board's failure to remove, or subject to a reasonable sunset requirement, the multi-class capital structure with disparate voting rights. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i></p>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned. There are goal disclosure concerns for some of the metrics under the annual and long-term incentive plans. That said, short-term incentives were primarily based on pre-set financial metrics, and long-term incentives were targeted to be majority performance-conditioned, with the proportion of PSUs expected to increase in FY24.</i></p>					
4	Report on Congruency of Political Spending with Company Stated Values	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, as a report on the company's congruence of political expenditures with stated values would enable shareholders to have a more comprehensive understanding of how the company oversees and manages risks related to its political partnerships.</i></p>					

Evotec SE

Meeting Date: 06/10/2024 **Country:** Germany **Ticker:** EVT
Record Date: 05/19/2024 **Meeting Type:** Annual
Primary Security ID: D1646D105

Shares Voted: 927

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt			
<p><i>Voting Policy Rationale: This is a non-voting item.</i></p>					
2.1	Approve Discharge of Management Board Member Werner Lanthaler for Fiscal Year 2023	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST the discharge of former CEO Werner Lanthaler (Item 2.1) is considered warranted because: * of an ongoing external investigation against him concerning insider trading; and * the supervisory board chair stated in an earnings call that Lanthaler had 'clearly' not been in compliance with the company's policy on insider trading, whereas the CEO has a role model function to fulfill in terms of abiding by company policies, particularly with regard to insider trading. Votes FOR the discharge of the remaining management and supervisory board members are warranted as there is no evidence that the board members have not fulfilled their fiduciary duties in the year under review.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.2	Approve Discharge of Management Board Member Matthias Evers for Fiscal Year 2023	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST the discharge of former CEO Werner Lanthaler (Item 2.1) is considered warranted because: * of an ongoing external investigation against him concerning insider trading; and * the supervisory board chair stated in an earnings call that Lanthaler had 'clearly' not been in compliance with the company's policy on insider trading, whereas the CEO has a role model function to fulfill in terms of abiding by company policies, particularly with regard to insider trading. Votes FOR the discharge of the remaining management and supervisory board members are warranted as there is no evidence that the board members have not fulfilled their fiduciary duties in the year under review.</i></p>					
2.3	Approve Discharge of Management Board Member Laetitia Rouxel for Fiscal Year 2023	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST the discharge of former CEO Werner Lanthaler (Item 2.1) is considered warranted because: * of an ongoing external investigation against him concerning insider trading; and * the supervisory board chair stated in an earnings call that Lanthaler had 'clearly' not been in compliance with the company's policy on insider trading, whereas the CEO has a role model function to fulfill in terms of abiding by company policies, particularly with regard to insider trading. Votes FOR the discharge of the remaining management and supervisory board members are warranted as there is no evidence that the board members have not fulfilled their fiduciary duties in the year under review.</i></p>					
2.4	Approve Discharge of Management Board Member Cord Dohrmann for Fiscal Year 2023	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST the discharge of former CEO Werner Lanthaler (Item 2.1) is considered warranted because: * of an ongoing external investigation against him concerning insider trading; and * the supervisory board chair stated in an earnings call that Lanthaler had 'clearly' not been in compliance with the company's policy on insider trading, whereas the CEO has a role model function to fulfill in terms of abiding by company policies, particularly with regard to insider trading. Votes FOR the discharge of the remaining management and supervisory board members are warranted as there is no evidence that the board members have not fulfilled their fiduciary duties in the year under review.</i></p>					
2.5	Approve Discharge of Management Board Member Craig Johnstone for Fiscal Year 2023	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST the discharge of former CEO Werner Lanthaler (Item 2.1) is considered warranted because: * of an ongoing external investigation against him concerning insider trading; and * the supervisory board chair stated in an earnings call that Lanthaler had 'clearly' not been in compliance with the company's policy on insider trading, whereas the CEO has a role model function to fulfill in terms of abiding by company policies, particularly with regard to insider trading. Votes FOR the discharge of the remaining management and supervisory board members are warranted as there is no evidence that the board members have not fulfilled their fiduciary duties in the year under review.</i></p>					
3	Approve Discharge of Supervisory Board for Fiscal Year 2023	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST the discharge of former CEO Werner Lanthaler (Item 2.1) is considered warranted because: * of an ongoing external investigation against him concerning insider trading; and * the supervisory board chair stated in an earnings call that Lanthaler had 'clearly' not been in compliance with the company's policy on insider trading, whereas the CEO has a role model function to fulfill in terms of abiding by company policies, particularly with regard to insider trading. Votes FOR the discharge of the remaining management and supervisory board members are warranted as there is no evidence that the board members have not fulfilled their fiduciary duties in the year under review.</i></p>					
4	Ratify BDO AG as Auditors for Fiscal Year 2024 and for the Review of Interim Financial Statements	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the remuneration report is warranted because the company's remuneration practices are broadly in line with market practice and appear to provide a good pay-for-performance alignment. However, it is not without some concern: * Ex-post disclosure surrounding non-financial criteria under the STI is somewhat underdeveloped, particularly considering that 100 percent achievement was determined for most of the targets.</i>				
6	Approve Creation of EUR 35.4 Million Pool of Authorized Capital with or without Exclusion of Preemptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposed authorization is warranted due to a lack of concerns.</i>				
7.1	Amend Articles Re: Supervisory Board Term of Office	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed article amendments are warranted due to a lack of concerns.</i>				
7.2	Amend Articles Re: Supervisory Board Chair	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed article amendments are warranted due to a lack of concerns.</i>				
7.3	Approve Remuneration Policy for the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the remuneration policy for supervisory board members is warranted because it is in line with market practice and no significant concerns are noted.</i>				
8.1	Elect Iris Loew-Friedrich to the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted. Some shareholders may wish to note that Iris Loew-Friedrich is currently considered overboarded. However, it is highlighted that she will retire from her executive position at UCB, effective July 1, 2024.</i>				
8.2	Elect Roland Sackers to the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted. Some shareholders may wish to note that Iris Loew-Friedrich is currently considered overboarded. However, it is highlighted that she will retire from her executive position at UCB, effective July 1, 2024.</i>				
8.3	Elect Camilla Languille to the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted. Some shareholders may wish to note that Iris Loew-Friedrich is currently considered overboarded. However, it is highlighted that she will retire from her executive position at UCB, effective July 1, 2024.</i>				
8.4	Elect Constanze Ulmer-Eilfort to the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted. Some shareholders may wish to note that Iris Loew-Friedrich is currently considered overboarded. However, it is highlighted that she will retire from her executive position at UCB, effective July 1, 2024.</i>				
8.5	Elect Duncan McHale to the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted. Some shareholders may wish to note that Iris Loew-Friedrich is currently considered overboarded. However, it is highlighted that she will retire from her executive position at UCB, effective July 1, 2024.</i>				
8.6	Elect Wesley Wheeler to the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted. Some shareholders may wish to note that Iris Loew-Friedrich is currently considered overboarded. However, it is highlighted that she will retire from her executive position at UCB, effective July 1, 2024.</i>				

Evotec SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
9	Amend Articles Re: Proof of Entitlement	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the proposed article amendment is warranted because it reflects amendments in line with new German statutory requirements.</i></p>					
10	Voting Instructions for Motions or Nominations by Shareholders that are not Made Accessible Before the AGM and that are Made or Amended in the Course of the AGM	Mgmt	None	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this item is warranted because: * This item concerns additional instructions from the shareholder to the proxy in case new or modified motions are introduced by shareholders at the AGM that have not been made accessible beforehand. * The content of any new items or counterproposals is not known at this time. Thus, shareholder proposals filed at the AGM cannot be properly evaluated and acted upon by shareholders voting via proxy, which effectively disenfranchises them.</i></p>					

Keurig Dr Pepper Inc.

Meeting Date: 06/10/2024 **Country:** USA **Ticker:** KDP
Record Date: 04/15/2024 **Meeting Type:** Annual
Primary Security ID: 49271V100

Shares Voted: 22,934

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1A	Elect Director Timothy "Tim" Cofer	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Paul Michaels, Oray Boston and Debra Sandler is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1B	Elect Director Robert "Bob" Gamgort	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Paul Michaels, Oray Boston and Debra Sandler is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1C	Elect Director Oray B. Boston, Jr.	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Paul Michaels, Oray Boston and Debra Sandler is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1D	Elect Director Joachim Creus	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Paul Michaels, Oray Boston and Debra Sandler is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1E	Elect Director Olivier Goudet	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Paul Michaels, Oray Boston and Debra Sandler is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1F	Elect Director Juliette Hickman	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Paul Michaels, Oray Boston and Debra Sandler is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

Keurig Dr Pepper Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1G	Elect Director Paul Michaels	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Paul Michaels, Oray Boston and Debra Sandler is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1H	Elect Director Pamela "Pam" Patsley	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Paul Michaels, Oray Boston and Debra Sandler is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1I	Elect Director Lubomira Rochet	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Paul Michaels, Oray Boston and Debra Sandler is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1J	Elect Director Debra Sandler	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Paul Michaels, Oray Boston and Debra Sandler is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1K	Elect Director Robert "Bob" Singer	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Paul Michaels, Oray Boston and Debra Sandler is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 15.96 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Report on Efforts to Reduce Plastic Use	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as additional disclosure on the company's efforts to reduce its plastics use by shifting away from single-use packaging would allow shareholders to better assess the company's related risk management.</i>				

Matterport, Inc.

Meeting Date: 06/10/2024

Country: USA

Ticker: MTTR

Record Date: 04/15/2024

Meeting Type: Annual

Primary Security ID: 577096100

Shares Voted: 7,317

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Director Mike (Gus) Gustafson	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominee Michael Gustafson (Mike, Gus) for lack of diversity on the board. WITHHOLD votes are further warranted for incumbent director nominee Michael Gustafson (Mike, Gus) given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the charter and the classified board, each of which adversely impacts shareholder rights.</i>				

Matterport, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i></p>					
4	Amend Certificate of Incorporation regarding the Waiver of Corporate Opportunities	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the amendment would narrow the applicability of a provision that is detrimental to shareholders' rights.</i></p>					

Semtech Corporation

Meeting Date: 06/10/2024 **Country:** USA **Ticker:** SMTC
Record Date: 04/11/2024 **Meeting Type:** Annual
Primary Security ID: 816850101

Shares Voted: 229

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Martin S.J. Burvill	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Gregory Fischer, Saar Gillai, Ye Jane Li, Sylvia Summers Couder, and Paul Walsh Jr. for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.2	Elect Director Rodolpho C. Cardenuto	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Gregory Fischer, Saar Gillai, Ye Jane Li, Sylvia Summers Couder, and Paul Walsh Jr. for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.3	Elect Director Gregory M. Fischer	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Gregory Fischer, Saar Gillai, Ye Jane Li, Sylvia Summers Couder, and Paul Walsh Jr. for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.4	Elect Director Saar Gillai	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Gregory Fischer, Saar Gillai, Ye Jane Li, Sylvia Summers Couder, and Paul Walsh Jr. for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.5	Elect Director Hong Q. Hou	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Gregory Fischer, Saar Gillai, Ye Jane Li, Sylvia Summers Couder, and Paul Walsh Jr. for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

Semtech Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.6	Elect Director Rockell N. Hankin	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Gregory Fischer, Saar Gillai, Ye Jane Li, Sylvia Summers Couder, and Paul Walsh Jr. for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Ye Jane Li	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Gregory Fischer, Saar Gillai, Ye Jane Li, Sylvia Summers Couder, and Paul Walsh Jr. for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Paula LuPriore	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Gregory Fischer, Saar Gillai, Ye Jane Li, Sylvia Summers Couder, and Paul Walsh Jr. for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director Paul H. Pickle	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Gregory Fischer, Saar Gillai, Ye Jane Li, Sylvia Summers Couder, and Paul Walsh Jr. for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.10	Elect Director Julie Garcia Ruehl	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Gregory Fischer, Saar Gillai, Ye Jane Li, Sylvia Summers Couder, and Paul Walsh Jr. for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.11	Elect Director Sylvia Summers Couder	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Gregory Fischer, Saar Gillai, Ye Jane Li, Sylvia Summers Couder, and Paul Walsh Jr. for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.12	Elect Director Paul V. Walsh, Jr.	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Gregory Fischer, Saar Gillai, Ye Jane Li, Sylvia Summers Couder, and Paul Walsh Jr. for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.36 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				

Domo, Inc.

Meeting Date: 06/11/2024

Country: USA

Ticker: DOMO

Record Date: 04/17/2024

Meeting Type: Annual

Primary Security ID: 257554105

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Joshua G. James	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for Governance Committee members Jeff Kearn, John Pestana, and Renee Soto given the board's failure to remove, or subject to a sunset requirement, the multi-class capital structure, the pop-up supermajority vote requirement to enact certain changes to the governing documents, and the pop-up classified board structure, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for Joshua James as his ownership of the supervoting shares provides him with voting power control of the company. WITHHOLD votes are warranted for incumbent nominating committee members Jeff Kearn, John Pestana and Renee Soto for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Carine S. Clark	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for Governance Committee members Jeff Kearn, John Pestana, and Renee Soto given the board's failure to remove, or subject to a sunset requirement, the multi-class capital structure, the pop-up supermajority vote requirement to enact certain changes to the governing documents, and the pop-up classified board structure, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for Joshua James as his ownership of the supervoting shares provides him with voting power control of the company. WITHHOLD votes are warranted for incumbent nominating committee members Jeff Kearn, John Pestana and Renee Soto for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Daniel Daniel	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for Governance Committee members Jeff Kearn, John Pestana, and Renee Soto given the board's failure to remove, or subject to a sunset requirement, the multi-class capital structure, the pop-up supermajority vote requirement to enact certain changes to the governing documents, and the pop-up classified board structure, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for Joshua James as his ownership of the supervoting shares provides him with voting power control of the company. WITHHOLD votes are warranted for incumbent nominating committee members Jeff Kearn, John Pestana and Renee Soto for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Jeff Kearn	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for Governance Committee members Jeff Kearn, John Pestana, and Renee Soto given the board's failure to remove, or subject to a sunset requirement, the multi-class capital structure, the pop-up supermajority vote requirement to enact certain changes to the governing documents, and the pop-up classified board structure, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for Joshua James as his ownership of the supervoting shares provides him with voting power control of the company. WITHHOLD votes are warranted for incumbent nominating committee members Jeff Kearn, John Pestana and Renee Soto for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director John Pestana	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for Governance Committee members Jeff Kearn, John Pestana, and Renee Soto given the board's failure to remove, or subject to a sunset requirement, the multi-class capital structure, the pop-up supermajority vote requirement to enact certain changes to the governing documents, and the pop-up classified board structure, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for Joshua James as his ownership of the supervoting shares provides him with voting power control of the company. WITHHOLD votes are warranted for incumbent nominating committee members Jeff Kearn, John Pestana and Renee Soto for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Dan Strong	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for Governance Committee members Jeff Kearn, John Pestana, and Renee Soto given the board's failure to remove, or subject to a sunset requirement, the multi-class capital structure, the pop-up supermajority vote requirement to enact certain changes to the governing documents, and the pop-up classified board structure, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for Joshua James as his ownership of the supervoting shares provides him with voting power control of the company. WITHHOLD votes are warranted for incumbent nominating committee members Jeff Kearn, John Pestana and Renee Soto for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Domo, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.7	Elect Director Renee Soto	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for Governance Committee members Jeff Kearl, John Pestana, and Renee Soto given the board's failure to remove, or subject to a sunset requirement, the multi-class capital structure, the pop-up supermajority vote requirement to enact certain changes to the governing documents, and the pop-up classified board structure, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for Joshua James as his ownership of the supervoting shares provides him with voting power control of the company. WITHHOLD votes are warranted for incumbent nominating committee members Jeff Kearl, John Pestana and Renee Soto for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i></p>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted as a pay-for-performance misalignment has been identified. Although the annual incentives are based on pre-set objective measures, the equity awards were entirely time-vesting. Concerns are also raised with respect to high CEO pay relative to company performance compared to the company's peers and high CEO pay in relation to company peer group CEO median pay levels. Furthermore, the company has not disclosed any environmental or social performance measures as a part of both its short- and long-term incentive plans for executives and the company has not adopted compensation risk mitigators, such as a clawback policy, CEO stock ownership guidelines, or stock holding period requirements.</i></p>					

GitLab Inc.

Meeting Date: 06/11/2024

Country: USA

Ticker: GTLB

Record Date: 04/15/2024

Meeting Type: Annual

Primary Security ID: 37637K108

Shares Voted: 365

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Sundeep Bedi	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for Governance Committee member Susan (Sue) Bostrom given the board's failure to remove, or subject to a reasonable sunset requirement, the dual-class capital structure, the classified board structure, and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for Audit Committee member Sundeep Bedi for failing to address the material weaknesses in the company's internal controls in consecutive years.</i></p>					
1.2	Elect Director Sue Bostrom	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for Governance Committee member Susan (Sue) Bostrom given the board's failure to remove, or subject to a reasonable sunset requirement, the dual-class capital structure, the classified board structure, and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for Audit Committee member Sundeep Bedi for failing to address the material weaknesses in the company's internal controls in consecutive years.</i></p>					
2	Ratify KPMG LLP as Auditors	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST the ratification of the company's auditor is warranted given that non-audit fees represent 30.56 percent of the total fees received by the auditor during the fiscal year, raising substantial doubts over the independence of the auditor.</i></p>					

GitLab Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; and * The company has not disclosed any risk mitigators, such as a clawback policy, CEO stock ownership guidelines, or stock holding period requirements.</i></p>					
4	Amend Certificate of Incorporation to Limit the Liability of Officers	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted, as the company is de facto controlled and decisions regarding the company's response to shareholder litigation would be made by a board that lacks accountability to noncontrolling shareholders.</i></p>					

HubSpot, Inc.

Meeting Date: 06/11/2024 **Country:** USA **Ticker:** HUBS
Record Date: 04/15/2024 **Meeting Type:** Annual
Primary Security ID: 443573100

Shares Voted: 212

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Brian Halligan	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST Governance Committee member Jill Ward is warranted given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Ron Gill	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST Governance Committee member Jill Ward is warranted given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director Jill Ward	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST Governance Committee member Jill Ward is warranted given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 20.28 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i></p>					
4	Approve Omnibus Stock Plan	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i></p>					

IAC Inc.

Meeting Date: 06/11/2024 Country: USA Ticker: IAC
 Record Date: 04/22/2024 Meeting Type: Annual
 Primary Security ID: 44891N208

Shares Voted: 362

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Chelsea Clinton	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: In the absence of a Governance Committee, WITHHOLD votes are warranted for all incumbent director nominees given that the company maintains a multi-class capital structure with disparate voting rights that is not subject to a reasonable time-based sunset. WITHHOLD votes are warranted for incumbent nominating committee members Michael Eisner and Bonnie Hammer for lack of diversity on the board. A vote FOR the new director nominee, Maria Seferian, is warranted.</i></p>					
1b	Elect Director Barry Diller	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: In the absence of a Governance Committee, WITHHOLD votes are warranted for all incumbent director nominees given that the company maintains a multi-class capital structure with disparate voting rights that is not subject to a reasonable time-based sunset. WITHHOLD votes are warranted for incumbent nominating committee members Michael Eisner and Bonnie Hammer for lack of diversity on the board. A vote FOR the new director nominee, Maria Seferian, is warranted.</i></p>					
1c	Elect Director Michael D. Eisner	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: In the absence of a Governance Committee, WITHHOLD votes are warranted for all incumbent director nominees given that the company maintains a multi-class capital structure with disparate voting rights that is not subject to a reasonable time-based sunset. WITHHOLD votes are warranted for incumbent nominating committee members Michael Eisner and Bonnie Hammer for lack of diversity on the board. A vote FOR the new director nominee, Maria Seferian, is warranted.</i></p>					
1d	Elect Director Bonnie S. Hammer	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: In the absence of a Governance Committee, WITHHOLD votes are warranted for all incumbent director nominees given that the company maintains a multi-class capital structure with disparate voting rights that is not subject to a reasonable time-based sunset. WITHHOLD votes are warranted for incumbent nominating committee members Michael Eisner and Bonnie Hammer for lack of diversity on the board. A vote FOR the new director nominee, Maria Seferian, is warranted.</i></p>					
1e	Elect Director Victor A. Kaufman	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: In the absence of a Governance Committee, WITHHOLD votes are warranted for all incumbent director nominees given that the company maintains a multi-class capital structure with disparate voting rights that is not subject to a reasonable time-based sunset. WITHHOLD votes are warranted for incumbent nominating committee members Michael Eisner and Bonnie Hammer for lack of diversity on the board. A vote FOR the new director nominee, Maria Seferian, is warranted.</i></p>					
1f	Elect Director Joseph Levin	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: In the absence of a Governance Committee, WITHHOLD votes are warranted for all incumbent director nominees given that the company maintains a multi-class capital structure with disparate voting rights that is not subject to a reasonable time-based sunset. WITHHOLD votes are warranted for incumbent nominating committee members Michael Eisner and Bonnie Hammer for lack of diversity on the board. A vote FOR the new director nominee, Maria Seferian, is warranted.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1g	Elect Director Bryan Lourd	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: In the absence of a Governance Committee, WITHHOLD votes are warranted for all incumbent director nominees given that the company maintains a multi-class capital structure with disparate voting rights that is not subject to a reasonable time-based sunset. WITHHOLD votes are warranted for incumbent nominating committee members Michael Eisner and Bonnie Hammer for lack of diversity on the board. A vote FOR the new director nominee, Maria Seferian, is warranted.</i>				
1h	Elect Director David Rosenblatt	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: In the absence of a Governance Committee, WITHHOLD votes are warranted for all incumbent director nominees given that the company maintains a multi-class capital structure with disparate voting rights that is not subject to a reasonable time-based sunset. WITHHOLD votes are warranted for incumbent nominating committee members Michael Eisner and Bonnie Hammer for lack of diversity on the board. A vote FOR the new director nominee, Maria Seferian, is warranted.</i>				
1i	Elect Director Maria Seferian	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of a Governance Committee, WITHHOLD votes are warranted for all incumbent director nominees given that the company maintains a multi-class capital structure with disparate voting rights that is not subject to a reasonable time-based sunset. WITHHOLD votes are warranted for incumbent nominating committee members Michael Eisner and Bonnie Hammer for lack of diversity on the board. A vote FOR the new director nominee, Maria Seferian, is warranted.</i>				
1j	Elect Director Alan G. Spoon	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: In the absence of a Governance Committee, WITHHOLD votes are warranted for all incumbent director nominees given that the company maintains a multi-class capital structure with disparate voting rights that is not subject to a reasonable time-based sunset. WITHHOLD votes are warranted for incumbent nominating committee members Michael Eisner and Bonnie Hammer for lack of diversity on the board. A vote FOR the new director nominee, Maria Seferian, is warranted.</i>				
1k	Elect Director Alexander von Furstenberg	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: In the absence of a Governance Committee, WITHHOLD votes are warranted for all incumbent director nominees given that the company maintains a multi-class capital structure with disparate voting rights that is not subject to a reasonable time-based sunset. WITHHOLD votes are warranted for incumbent nominating committee members Michael Eisner and Bonnie Hammer for lack of diversity on the board. A vote FOR the new director nominee, Maria Seferian, is warranted.</i>				
1l	Elect Director Richard F. Zannino	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: In the absence of a Governance Committee, WITHHOLD votes are warranted for all incumbent director nominees given that the company maintains a multi-class capital structure with disparate voting rights that is not subject to a reasonable time-based sunset. WITHHOLD votes are warranted for incumbent nominating committee members Michael Eisner and Bonnie Hammer for lack of diversity on the board. A vote FOR the new director nominee, Maria Seferian, is warranted.</i>				
2	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted, as the company is de facto controlled and decisions regarding the company's response to shareholder litigation would be made by a board with limited accountability to public shareholders.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				

Meeting Date: 06/11/2024

Country: United Kingdom

Ticker: LVN

Record Date: 04/15/2024

Meeting Type: Annual

Primary Security ID: G5509L101

Shares Voted: 605

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director J. Christopher Barry	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sharon O'Kane and Brooke Story is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
1.2	Elect Director Francesco Bianchi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sharon O'Kane and Brooke Story is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
1.3	Elect Director Stacy Enxing Seng	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sharon O'Kane and Brooke Story is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
1.4	Elect Director William Kozy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sharon O'Kane and Brooke Story is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
1.5	Elect Director Vladimir A. Makatsaria	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sharon O'Kane and Brooke Story is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
1.6	Elect Director Sharon O'Kane	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sharon O'Kane and Brooke Story is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
1.7	Elect Director Todd Schermerhorn	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sharon O'Kane and Brooke Story is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
1.8	Elect Director Brooke Story	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sharon O'Kane and Brooke Story is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
1.9	Elect Director Peter Wilver	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sharon O'Kane and Brooke Story is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i>				
3	Appoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 13.0 percent of the fees paid to the auditor are for non-audit purposes.</i>				

LivanoVA PLC

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>					
5	Amend Non-Employee Director Omnibus Stock Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that: * The shareholder value transfer appears to be within a reasonable range; * The plan does not allow for repricing of stock options without prior shareholder approval; and * The equity burn rate is reasonable.</i>					
6	Authorise Issue of Equity	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>					
7	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>					
8	Approve Remuneration Report	Mgmt	For	For	For
<i>Voting Policy Rationale: As the company is reporting as a U.S. domestic issuer and given that the focus of this proposal is on top executive pay, the recommendation for this proposal is aligned with the U.S. say-on-pay analysis. Accordingly, a vote FOR is warranted.</i>					
9	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the Directors' report and financial statements is warranted because no significant concerns have been identified.</i>					
10	Reappoint PricewaterhouseCoopers LLP as UK Statutory Auditor	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 13.0 percent of the fees paid to the auditor are for non-audit purposes.</i>					
11	Authorize Board to Fix Remuneration of Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted because no significant concerns have been identified.</i>					

Nasdaq, Inc.

Meeting Date: 06/11/2024 **Country:** USA **Ticker:** NDAQ
Record Date: 04/15/2024 **Meeting Type:** Annual
Primary Security ID: 631103108

Shares Voted: 5,336

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Melissa M. Arnoldi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
1b	Elect Director Charlene T. Begley	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					

Nasdaq, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1c	Elect Director Adena T. Friedman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1d	Elect Director Essa Kazim	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1e	Elect Director Thomas A. Kloet	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1f	Elect Director Kathryn A. Koch	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1g	Elect Director Holden Spaht	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director Michael R. Splinter	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1i	Elect Director Johan Torgeby	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1j	Elect Director Toni Townes-Whitley	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1k	Elect Director Jeffery W. Yabuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1l	Elect Director Alfred W. Zollar	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance were reasonably aligned for the year in review.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 8.92 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as a lower ownership threshold to call a special meeting would improve shareholder rights.</i>				

Q2 Holdings, Inc.

Meeting Date: 06/11/2024

Country: USA

Ticker: QTWO

Record Date: 04/24/2024

Meeting Type: Annual

Primary Security ID: 74736L109

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director R. Lynn Atchison	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Stephen (Steve) Hooley, Margaret (Peggy) Taylor, and Lynn Tyson for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
1.2	Elect Director Jeffrey T. Diehl	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Stephen (Steve) Hooley, Margaret (Peggy) Taylor, and Lynn Tyson for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
1.3	Elect Director Matthew P. Flake	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Stephen (Steve) Hooley, Margaret (Peggy) Taylor, and Lynn Tyson for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
1.4	Elect Director Stephen C. Hooley	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Stephen (Steve) Hooley, Margaret (Peggy) Taylor, and Lynn Tyson for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
1.5	Elect Director James R. Offerdahl	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Stephen (Steve) Hooley, Margaret (Peggy) Taylor, and Lynn Tyson for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
1.6	Elect Director R. H. Seale, III *Withdrawn Resolution*	Mgmt			
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Stephen (Steve) Hooley, Margaret (Peggy) Taylor, and Lynn Tyson for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
1.7	Elect Director Margaret L. Taylor	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Stephen (Steve) Hooley, Margaret (Peggy) Taylor, and Lynn Tyson for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
1.8	Elect Director Lynn Antipas Tyson	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Stephen (Steve) Hooley, Margaret (Peggy) Taylor, and Lynn Tyson for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.88 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				

Meeting Date: 06/11/2024

Country: Switzerland

Ticker: SOON

Record Date:

Meeting Type: Annual

Primary Security ID: H8024W106

Shares Voted: 249

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the annual accounts, annual report, and auditor's report for the fiscal year in review is warranted.</i>				
1.2	Approve Non-Financial Report (Non-Binding)	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the approval of the company's non-financial report is warranted due to a lack of significant concerns.</i>				
1.3	Approve Remuneration Report (Non-Binding)	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted because: * There are inadequate ex-post disclosures provided to explain variable outcomes under the STI and LTI plans. * The report does not directly address continued low shareholder support on prior votes.</i>				
2	Approve Allocation of Income and Dividends of CHF 4.30 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i>				
3	Approve Discharge of Board and Senior Management	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the formal discharge of the board of directors and senior management is warranted, as there is no evidence that the board and senior management have not fulfilled their fiduciary duties.</i>				
4.1.1	Reelect Robert Spoerry as Director and Board Chair	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Lukas Braunschweiler, Roland Diggelmann, Stacy Enxing Seng and Julie Tay is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.1.2	Reelect Stacy Seng as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Lukas Braunschweiler, Roland Diggelmann, Stacy Enxing Seng and Julie Tay is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.1.3	Reelect Gregory Behar as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Lukas Braunschweiler, Roland Diggelmann, Stacy Enxing Seng and Julie Tay is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.1.4	Reelect Lynn Bleil as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Lukas Braunschweiler, Roland Diggelmann, Stacy Enxing Seng and Julie Tay is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.1.5	Reelect Lukas Braunschweiler as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Lukas Braunschweiler, Roland Diggelmann, Stacy Enxing Seng and Julie Tay is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Sonova Holding AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.1.6	Reelect Roland Diggelmann as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Lukas Braunschweiler, Roland Diggelmann, Stacy Enxing Seng and Julie Tay is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.1.7	Reelect Julie Tay as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Lukas Braunschweiler, Roland Diggelmann, Stacy Enxing Seng and Julie Tay is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.1.8	Reelect Ronald van der Vis as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Lukas Braunschweiler, Roland Diggelmann, Stacy Enxing Seng and Julie Tay is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.1.9	Reelect Adrian Widmer as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Lukas Braunschweiler, Roland Diggelmann, Stacy Enxing Seng and Julie Tay is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.2	Elect Gilbert Achermann as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Lukas Braunschweiler, Roland Diggelmann, Stacy Enxing Seng and Julie Tay is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.3.1	Reappoint Roland Diggelmann as Member of the Nomination and Compensation Committee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Lukas Braunschweiler, Roland Diggelmann, Stacy Enxing Seng and Julie Tay is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.3.2	Reappoint Lukas Braunschweiler as Member of the Nomination and Compensation Committee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Lukas Braunschweiler, Roland Diggelmann, Stacy Enxing Seng and Julie Tay is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.3.3	Reappoint Stacy Seng as Member of the Nomination and Compensation Committee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Lukas Braunschweiler, Roland Diggelmann, Stacy Enxing Seng and Julie Tay is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.3.4	Reappoint Julie Tay as Member of the Nomination and Compensation Committee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Lukas Braunschweiler, Roland Diggelmann, Stacy Enxing Seng and Julie Tay is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.4	Ratify Ernst & Young AG as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				

Sonova Holding AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.5	Designate Keller AG as Independent Proxy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concerns.</i>				
5.1	Approve Remuneration of Directors in the Amount of CHF 3.5 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount is in line with market practice.</i>				
5.2	Approve Remuneration of Executive Committee in the Amount of CHF 16.8 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposal appears to be in line with market practice and does not raise significant concerns.</i>				
6	Transact Other Business (Voting)	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because: * This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and * The content of these new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.</i>				

Toyota Industries Corp.

Meeting Date: 06/11/2024 **Country:** Japan **Ticker:** 6201
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J92628106

Shares Voted: 800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Onishi, Akira	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * The nominee should be held accountable for violation of laws and regulations in domestic certification concerning emissions performance data.</i>				
1.2	Elect Director Ito, Koichi	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's capital misallocation.</i>				
1.3	Elect Director Sumi, Shuzo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.4	Elect Director Handa, Junichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.5	Elect Director Kumakura, Kazunari	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.6	Elect Director Terashi, Shigeki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Toyota Industries Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.7	Elect Director Shimizu, Tokiko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.1	Appoint Statutory Auditor Watanabe, Toru	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.2	Appoint Statutory Auditor Mizuno, Akihisa	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3	Appoint Alternate Statutory Auditor Furusawa, Hitoshi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
4	Approve Cash Compensation Ceiling for Directors and Restricted Stock Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * The company proposes to lower the cash compensation ceiling for directors. * The restricted stock plan is likely to help sharpen recipients' focus on share price performance and align their interests more closely with those of shareholders.</i>					

TripAdvisor, Inc.

Meeting Date: 06/11/2024 **Country:** USA **Ticker:** TRIP
Record Date: 04/15/2024 **Meeting Type:** Annual
Primary Security ID: 896945201

Shares Voted: 690

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Gregory B. Maffei	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Gregory (Greg) Maffei, Matthew (Matt) Goldberg, Jay Hoag, Betsy Morgan, Michael (Greg) O'Hara, Jeremy Philips, Albert Rosenthaler, Katryn (Trynka) Shineman Blake, Jie (Jane) Sun and Robert (Rob) Wiesenthal for lack of diversity on the board. In the absence of a governance committee, WITHHOLD votes are warranted for incumbent director nominees Gregory (Greg) Maffei, Matthew (Matt) Goldberg, Jay Hoag, Betsy Morgan, Michael (Greg) O'Hara, Jeremy Philips, Albert Rosenthaler, Katryn (Trynka) Shineman Blake, Jie (Jane) Sun, and Robert (Rob) Wiesenthal for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for non-independent director nominees Gregory (Greg) Maffei, Matthew (Matt) Goldberg, and Albert Rosenthaler due to the company's lack of a formal nominating committee. WITHHOLD votes are warranted for Gregory (Greg) Maffei for serving as a non-independent member of a key board committee. WITHHOLD votes are warranted for Gregory (Greg) Maffei and Jie (Jane) Sun for serving on more than three public boards while serving as CEOs of outside companies. WITHHOLD votes are further warranted for Jie (Jane) Sun for failing to attend at least 75 percent of her total board meetings held during the fiscal year under review without disclosing the reason for the absences.</i>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director Matt Goldberg	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Gregory (Greg) Maffei, Matthew (Matt) Goldberg, Jay Hoag, Betsy Morgan, Michael (Greg) O'Hara, Jeremy Philips, Albert Rosenthaler, Katryn (Trynka) Shineman Blake, Jie (Jane) Sun and Robert (Rob) Wiesenthal for lack of diversity on the board. In the absence of a governance committee, WITHHOLD votes are warranted for incumbent director nominees Gregory (Greg) Maffei, Matthew (Matt) Goldberg, Jay Hoag, Betsy Morgan, Michael (Greg) O'Hara, Jeremy Philips, Albert Rosenthaler, Katryn (Trynka) Shineman Blake, Jie (Jane) Sun, and Robert (Rob) Wiesenthal for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for non-independent director nominees Gregory (Greg) Maffei, Matthew (Matt) Goldberg, and Albert Rosenthaler due to the company's lack of a formal nominating committee. WITHHOLD votes are warranted for Gregory (Greg) Maffei for serving as a non-independent member of a key board committee. WITHHOLD votes are warranted for Gregory (Greg) Maffei and Jie (Jane) Sun for serving on more than three public boards while serving as CEOs of outside companies. WITHHOLD votes are further warranted for Jie (Jane) Sun for failing to attend at least 75 percent of her total board meetings held during the fiscal year under review without disclosing the reason for the absences.</i></p>				
1.3	Elect Director Jay C. Hoag	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Gregory (Greg) Maffei, Matthew (Matt) Goldberg, Jay Hoag, Betsy Morgan, Michael (Greg) O'Hara, Jeremy Philips, Albert Rosenthaler, Katryn (Trynka) Shineman Blake, Jie (Jane) Sun and Robert (Rob) Wiesenthal for lack of diversity on the board. In the absence of a governance committee, WITHHOLD votes are warranted for incumbent director nominees Gregory (Greg) Maffei, Matthew (Matt) Goldberg, Jay Hoag, Betsy Morgan, Michael (Greg) O'Hara, Jeremy Philips, Albert Rosenthaler, Katryn (Trynka) Shineman Blake, Jie (Jane) Sun, and Robert (Rob) Wiesenthal for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for non-independent director nominees Gregory (Greg) Maffei, Matthew (Matt) Goldberg, and Albert Rosenthaler due to the company's lack of a formal nominating committee. WITHHOLD votes are warranted for Gregory (Greg) Maffei for serving as a non-independent member of a key board committee. WITHHOLD votes are warranted for Gregory (Greg) Maffei and Jie (Jane) Sun for serving on more than three public boards while serving as CEOs of outside companies. WITHHOLD votes are further warranted for Jie (Jane) Sun for failing to attend at least 75 percent of her total board meetings held during the fiscal year under review without disclosing the reason for the absences.</i></p>				
1.4	Elect Director Betsy L. Morgan	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Gregory (Greg) Maffei, Matthew (Matt) Goldberg, Jay Hoag, Betsy Morgan, Michael (Greg) O'Hara, Jeremy Philips, Albert Rosenthaler, Katryn (Trynka) Shineman Blake, Jie (Jane) Sun and Robert (Rob) Wiesenthal for lack of diversity on the board. In the absence of a governance committee, WITHHOLD votes are warranted for incumbent director nominees Gregory (Greg) Maffei, Matthew (Matt) Goldberg, Jay Hoag, Betsy Morgan, Michael (Greg) O'Hara, Jeremy Philips, Albert Rosenthaler, Katryn (Trynka) Shineman Blake, Jie (Jane) Sun, and Robert (Rob) Wiesenthal for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for non-independent director nominees Gregory (Greg) Maffei, Matthew (Matt) Goldberg, and Albert Rosenthaler due to the company's lack of a formal nominating committee. WITHHOLD votes are warranted for Gregory (Greg) Maffei for serving as a non-independent member of a key board committee. WITHHOLD votes are warranted for Gregory (Greg) Maffei and Jie (Jane) Sun for serving on more than three public boards while serving as CEOs of outside companies. WITHHOLD votes are further warranted for Jie (Jane) Sun for failing to attend at least 75 percent of her total board meetings held during the fiscal year under review without disclosing the reason for the absences.</i></p>				
1.5	Elect Director M. Greg O'Hara	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Gregory (Greg) Maffei, Matthew (Matt) Goldberg, Jay Hoag, Betsy Morgan, Michael (Greg) O'Hara, Jeremy Philips, Albert Rosenthaler, Katryn (Trynka) Shineman Blake, Jie (Jane) Sun and Robert (Rob) Wiesenthal for lack of diversity on the board. In the absence of a governance committee, WITHHOLD votes are warranted for incumbent director nominees Gregory (Greg) Maffei, Matthew (Matt) Goldberg, Jay Hoag, Betsy Morgan, Michael (Greg) O'Hara, Jeremy Philips, Albert Rosenthaler, Katryn (Trynka) Shineman Blake, Jie (Jane) Sun, and Robert (Rob) Wiesenthal for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for non-independent director nominees Gregory (Greg) Maffei, Matthew (Matt) Goldberg, and Albert Rosenthaler due to the company's lack of a formal nominating committee. WITHHOLD votes are warranted for Gregory (Greg) Maffei for serving as a non-independent member of a key board committee. WITHHOLD votes are warranted for Gregory (Greg) Maffei and Jie (Jane) Sun for serving on more than three public boards while serving as CEOs of outside companies. WITHHOLD votes are further warranted for Jie (Jane) Sun for failing to attend at least 75 percent of her total board meetings held during the fiscal year under review without disclosing the reason for the absences.</i></p>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.6	Elect Director Jeremy Philips	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Gregory (Greg) Maffei, Matthew (Matt) Goldberg, Jay Hoag, Betsy Morgan, Michael (Greg) O'Hara, Jeremy Philips, Albert Rosenthaler, Katryn (Trynka) Shineman Blake, Jie (Jane) Sun and Robert (Rob) Wiesenthal for lack of diversity on the board. In the absence of a governance committee, WITHHOLD votes are warranted for incumbent director nominees Gregory (Greg) Maffei, Matthew (Matt) Goldberg, Jay Hoag, Betsy Morgan, Michael (Greg) O'Hara, Jeremy Philips, Albert Rosenthaler, Katryn (Trynka) Shineman Blake, Jie (Jane) Sun, and Robert (Rob) Wiesenthal for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for non-independent director nominees Gregory (Greg) Maffei, Matthew (Matt) Goldberg, and Albert Rosenthaler due to the company's lack of a formal nominating committee. WITHHOLD votes are warranted for Gregory (Greg) Maffei for serving as a non-independent member of a key board committee. WITHHOLD votes are warranted for Gregory (Greg) Maffei and Jie (Jane) Sun for serving on more than three public boards while serving as CEOs of outside companies. WITHHOLD votes are further warranted for Jie (Jane) Sun for failing to attend at least 75 percent of her total board meetings held during the fiscal year under review without disclosing the reason for the absences.</i></p>				
1.7	Elect Director Albert E. Rosenthaler	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Gregory (Greg) Maffei, Matthew (Matt) Goldberg, Jay Hoag, Betsy Morgan, Michael (Greg) O'Hara, Jeremy Philips, Albert Rosenthaler, Katryn (Trynka) Shineman Blake, Jie (Jane) Sun and Robert (Rob) Wiesenthal for lack of diversity on the board. In the absence of a governance committee, WITHHOLD votes are warranted for incumbent director nominees Gregory (Greg) Maffei, Matthew (Matt) Goldberg, Jay Hoag, Betsy Morgan, Michael (Greg) O'Hara, Jeremy Philips, Albert Rosenthaler, Katryn (Trynka) Shineman Blake, Jie (Jane) Sun, and Robert (Rob) Wiesenthal for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for non-independent director nominees Gregory (Greg) Maffei, Matthew (Matt) Goldberg, and Albert Rosenthaler due to the company's lack of a formal nominating committee. WITHHOLD votes are warranted for Gregory (Greg) Maffei for serving as a non-independent member of a key board committee. WITHHOLD votes are warranted for Gregory (Greg) Maffei and Jie (Jane) Sun for serving on more than three public boards while serving as CEOs of outside companies. WITHHOLD votes are further warranted for Jie (Jane) Sun for failing to attend at least 75 percent of her total board meetings held during the fiscal year under review without disclosing the reason for the absences.</i></p>				
1.8	Elect Director Jane Jie Sun	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Gregory (Greg) Maffei, Matthew (Matt) Goldberg, Jay Hoag, Betsy Morgan, Michael (Greg) O'Hara, Jeremy Philips, Albert Rosenthaler, Katryn (Trynka) Shineman Blake, Jie (Jane) Sun and Robert (Rob) Wiesenthal for lack of diversity on the board. In the absence of a governance committee, WITHHOLD votes are warranted for incumbent director nominees Gregory (Greg) Maffei, Matthew (Matt) Goldberg, Jay Hoag, Betsy Morgan, Michael (Greg) O'Hara, Jeremy Philips, Albert Rosenthaler, Katryn (Trynka) Shineman Blake, Jie (Jane) Sun, and Robert (Rob) Wiesenthal for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for non-independent director nominees Gregory (Greg) Maffei, Matthew (Matt) Goldberg, and Albert Rosenthaler due to the company's lack of a formal nominating committee. WITHHOLD votes are warranted for Gregory (Greg) Maffei for serving as a non-independent member of a key board committee. WITHHOLD votes are warranted for Gregory (Greg) Maffei and Jie (Jane) Sun for serving on more than three public boards while serving as CEOs of outside companies. WITHHOLD votes are further warranted for Jie (Jane) Sun for failing to attend at least 75 percent of her total board meetings held during the fiscal year under review without disclosing the reason for the absences.</i></p>				
1.9	Elect Director Trynka Shineman Blake	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Gregory (Greg) Maffei, Matthew (Matt) Goldberg, Jay Hoag, Betsy Morgan, Michael (Greg) O'Hara, Jeremy Philips, Albert Rosenthaler, Katryn (Trynka) Shineman Blake, Jie (Jane) Sun and Robert (Rob) Wiesenthal for lack of diversity on the board. In the absence of a governance committee, WITHHOLD votes are warranted for incumbent director nominees Gregory (Greg) Maffei, Matthew (Matt) Goldberg, Jay Hoag, Betsy Morgan, Michael (Greg) O'Hara, Jeremy Philips, Albert Rosenthaler, Katryn (Trynka) Shineman Blake, Jie (Jane) Sun, and Robert (Rob) Wiesenthal for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for non-independent director nominees Gregory (Greg) Maffei, Matthew (Matt) Goldberg, and Albert Rosenthaler due to the company's lack of a formal nominating committee. WITHHOLD votes are warranted for Gregory (Greg) Maffei for serving as a non-independent member of a key board committee. WITHHOLD votes are warranted for Gregory (Greg) Maffei and Jie (Jane) Sun for serving on more than three public boards while serving as CEOs of outside companies. WITHHOLD votes are further warranted for Jie (Jane) Sun for failing to attend at least 75 percent of her total board meetings held during the fiscal year under review without disclosing the reason for the absences.</i></p>				

TripAdvisor, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.10	Elect Director Robert S. Wiesenthal	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Gregory (Greg) Maffei, Matthew (Matt) Goldberg, Jay Hoag, Betsy Morgan, Michael (Greg) O'Hara, Jeremy Philips, Albert Rosenthaler, Katryn (Trynka) Shineman Blake, Jie (Jane) Sun and Robert (Rob) Wiesenthal for lack of diversity on the board. In the absence of a governance committee, WITHHOLD votes are warranted for incumbent director nominees Gregory (Greg) Maffei, Matthew (Matt) Goldberg, Jay Hoag, Betsy Morgan, Michael (Greg) O'Hara, Jeremy Philips, Albert Rosenthaler, Katryn (Trynka) Shineman Blake, Jie (Jane) Sun, and Robert (Rob) Wiesenthal for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for non-independent director nominees Gregory (Greg) Maffei, Matthew (Matt) Goldberg, and Albert Rosenthaler due to the company's lack of a formal nominating committee. WITHHOLD votes are warranted for Gregory (Greg) Maffei for serving as a non-independent member of a key board committee. WITHHOLD votes are warranted for Gregory (Greg) Maffei and Jie (Jane) Sun for serving on more than three public boards while serving as CEOs of outside companies. WITHHOLD votes are further warranted for Jie (Jane) Sun for failing to attend at least 75 percent of her total board meetings held during the fiscal year under review without disclosing the reason for the absences.</i></p>					
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.46 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i></p>					
4	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year	One Year
<p><i>Voting Policy Rationale: A vote for the adoption of an ANNUAL say-on-pay frequency is warranted. Annual say-on-pay votes are considered a best practice as they give shareholders a regular opportunity to opine on executive pay.</i></p>					
5	Report on Implementation of Global Human Rights Policy Concerning Operations in Conflict Affected and High-Risk Areas *Withdrawn Resolution*	SH			

Ulta Beauty, Inc.

Meeting Date: 06/11/2024
Country: USA
Ticker: ULTA
Record Date: 04/12/2024
Meeting Type: Annual
Primary Security ID: 90384S303

Shares Voted: 839

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Michelle L. Collins	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1b	Elect Director Catherine A. Halligan	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1c	Elect Director David C. Kimbell	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					

Ulta Beauty, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1d	Elect Director Patricia A. Little	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1e	Elect Director George R. Mrkonic	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1f	Elect Director Lorna E. Nagler	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1g	Elect Director Heidi G. Petz	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director Michael C. Smith	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 19.39 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time. Annual incentives were based on a financial metric, and the company targeted half of equity awards as performance conditioned.</i>				

Yunnan Baiyao Group Co., Ltd.

Meeting Date: 06/11/2024 **Country:** China **Ticker:** 000538
Record Date: 06/04/2024 **Meeting Type:** Special
Primary Security ID: Y9879F108

Shares Voted: 8,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Dai Pujun as Supervisor	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR the nominee is warranted given the absence of any known issues concerning the nominee.</i>				
	ELECT NON-INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt			
2.1	Elect Guo Xin as Director	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
2.2	Elect You Guanghui as Director	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				

Yunnan Baiyao Group Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.3	Elect Shangguan Changchuan as Director	SH	For	For	For
<p><i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i></p>					

Alphatec Holdings, Inc.

Meeting Date: 06/12/2024 **Country:** USA **Ticker:** ATEC
Record Date: 04/17/2024 **Meeting Type:** Annual
Primary Security ID: 02081G201

Shares Voted: 1,313

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Evan Bakst	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Mortimer Berkowitz III for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i></p>					
1.2	Elect Director Mortimer Berkowitz, III	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Mortimer Berkowitz III for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i></p>					
1.3	Elect Director Quentin Blackford	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Mortimer Berkowitz III for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i></p>					
1.4	Elect Director David Demski	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Mortimer Berkowitz III for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i></p>					
1.5	Elect Director Karen K. McGinnis	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Mortimer Berkowitz III for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i></p>					
1.6	Elect Director Patrick S. Miles	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Mortimer Berkowitz III for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i></p>					
1.7	Elect Director David R. Pelizzon	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Mortimer Berkowitz III for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i></p>					
1.8	Elect Director Jeffrey P. Rydin	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Mortimer Berkowitz III for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i></p>					
1.9	Elect Director Ward W. Woods	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Mortimer Berkowitz III for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i></p>					

Alphatec Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 10.59 percent of the fees paid to the auditor are for non-audit purposes.</i>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<i>Voting Policy Rationale: There is a lack of diversity on the board. The company has not disclosed any environmental or social performance measures as a part of both its short- and long-term incentive plans for executives and the company maintains an auto-accelerated equity vesting change-in-control provision.</i>					

Ambarella, Inc.

Meeting Date: 06/12/2024 **Country:** Cayman Islands **Ticker:** AMBA
Record Date: 04/18/2024 **Meeting Type:** Annual
Primary Security ID: G037AX101

Shares Voted: 644

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Hsiao-Wuen Hon	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Christopher (Chris) Paisley for lack of diversity on the board. Votes FOR remaining director nominee, Hsiao-Wuen Hon, are warranted.</i>					
1.2	Elect Director Christopher B. Paisley	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Christopher (Chris) Paisley for lack of diversity on the board. Votes FOR remaining director nominee, Hsiao-Wuen Hon, are warranted.</i>					
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 10.03 percent of the fees paid to the auditor are for non-audit purposes.</i>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; and * The company provides for excise tax-gross ups in existing agreements.</i>					
4	Amend Omnibus Stock Plan	Mgmt	For	Against	Against
<i>Voting Policy Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factors: * The plan cost is excessive; * The three-year average burn rate is excessive; * The disclosure of change-in-control ("CIC") vesting treatment is incomplete (or is otherwise considered discretionary); and * The plan allows broad discretion to accelerate vesting.</i>					

Asseco Poland SA

Meeting Date: 06/12/2024 **Country:** Poland **Ticker:** ACP
Record Date: 05/27/2024 **Meeting Type:** Annual
Primary Security ID: X02540130

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Open Meeting; Elect Meeting Chairman	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR Items 1, 3, and 4 are warranted because these are routine meeting formalities. Item 2 is non-voting.</i>					
2	Acknowledge Proper Convening of Meeting	Mgmt			
<i>Voting Policy Rationale: Votes FOR Items 1, 3, and 4 are warranted because these are routine meeting formalities. Item 2 is non-voting.</i>					
3	Elect Members of Vote Counting Commission	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR Items 1, 3, and 4 are warranted because these are routine meeting formalities. Item 2 is non-voting.</i>					
4	Approve Agenda of Meeting	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR Items 1, 3, and 4 are warranted because these are routine meeting formalities. Item 2 is non-voting.</i>					
5	Receive Management Board Report on Company's and Group's Operations	Mgmt			
<i>Voting Policy Rationale: These items are non-voting.</i>					
6	Receive Standalone and Consolidated Financial Statements	Mgmt			
<i>Voting Policy Rationale: These items are non-voting.</i>					
7	Receive Auditor's Opinion on Financial Statements	Mgmt			
<i>Voting Policy Rationale: These items are non-voting.</i>					
8	Receive Supervisory Board Report	Mgmt			
<i>Voting Policy Rationale: These items are non-voting.</i>					
9.1	Approve Management Board Report on Company's and Group's Operations	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR Item 9.1 is warranted because the report shareholders are asked to approve under this item is uncontroversial, and its approval would not substantively affect the company, or its shareholders' rights.</i>					
9.2	Approve Financial Statements	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns about the accounts presented or the audit procedures used.</i>					
9.3	Approve Consolidated Financial Statements	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns about the accounts presented or the audit procedures used.</i>					
10.1	Approve Discharge of Adam Goral (CEO)	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10.2	Approve Discharge of Grzegorz Bartler (Deputy CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
10.3	Approve Discharge of Andrzej Dopierala (Deputy CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
10.4	Approve Discharge of Krzysztof Groyecki (Deputy CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
10.5	Approve Discharge of Marek Panek (Deputy CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
10.6	Approve Discharge of Pawel Piwowar (Deputy CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
10.7	Approve Discharge of Zbigniew Pomianek (Deputy CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
10.8	Approve Discharge of Karolina Rzonca-Bajorek (Deputy CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
10.9	Approve Discharge of Slawomir Szmytkowski (Deputy CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
10.10	Approve Discharge of Artur Wiza (Deputy CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
10.11	Approve Discharge of Gabriela Zukowicz (Deputy CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
11.1	Approve Discharge of Jacek Duch (Supervisory Board Chairman)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
11.2	Approve Discharge of Adam Noga (Supervisory Board Deputy Chairman)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
11.3	Approve Discharge of Izabela Albrycht (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
11.4	Approve Discharge of Piotr Augustyniak (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
11.5	Approve Discharge of Dariusz Brzeski (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
11.6	Approve Discharge of Artur Gabor (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
11.7	Approve Discharge of Piotr Maciag (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
11.8	Approve Discharge of Tobiasz Solorz (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
11.9	Approve Discharge of Piotr Zak (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
12	Approve Allocation of Income and Dividends of PLN 3.66 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposed resolution is warranted, because there are no concerns with the proposed allocation or company's past income allocation practices.</i>				
13	Approve Remuneration Report	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the proposed resolution is warranted because: * The STI plan lacks specific performance targets, as well as the realized values of the performance indicators for STI plan of the company's executives; and * The remuneration policy provides the supervisory board with discretionary powers in allocating variable remuneration to the company's executives. During the year under review, two directors, Krzysztof Groyecki and Pawel Piwowar, received additional bonus without sufficient justification provided in the remuneration report.</i>				
14	Close Meeting	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				

Blackbaud, Inc.

Meeting Date: 06/12/2024

Country: USA

Ticker: BLKB

Record Date: 04/15/2024

Meeting Type: Annual

Primary Security ID: 09227Q100

Shares Voted: 150

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Deneen M. DeFiore	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Andrew Leitch is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Andrew M. Leitch	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Andrew Leitch is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Kristian P. Talvitie	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Andrew Leitch is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i>				
3	Amend Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
5	Amend Certificate of Incorporation to Eliminate or Limit the Personal Liability of Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. The company seeks to align its officer exculpation provisions with the recently amended Delaware statute and existing protections afforded to directors, providing protections to officers that would allow the company to attract and retain quality personnel without negatively impacting shareholder rights.</i>				

Caterpillar, Inc.

Meeting Date: 06/12/2024

Country: USA

Ticker: CAT

Record Date: 04/15/2024

Meeting Type: Annual

Primary Security ID: 149123101

Shares Voted: 2,858

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Daniel M. Dickinson	Mgmt	For	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Debra Reed-Klages, Susan Schwab and Rayford Wilkins Jr. is warranted for lack of diversity on the board. A vote AGAINST the chair of the committee responsible for climate risk oversight, David MacLennan, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director James C. Fish, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Debra Reed-Klages, Susan Schwab and Rayford Wilkins Jr. is warranted for lack of diversity on the board. A vote AGAINST the chair of the committee responsible for climate risk oversight, David MacLennan, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Gerald Johnson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Debra Reed-Klages, Susan Schwab and Rayford Wilkins Jr. is warranted for lack of diversity on the board. A vote AGAINST the chair of the committee responsible for climate risk oversight, David MacLennan, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director David W. MacLennan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Debra Reed-Klages, Susan Schwab and Rayford Wilkins Jr. is warranted for lack of diversity on the board. A vote AGAINST the chair of the committee responsible for climate risk oversight, David MacLennan, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Judith F. Marks	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Debra Reed-Klages, Susan Schwab and Rayford Wilkins Jr. is warranted for lack of diversity on the board. A vote AGAINST the chair of the committee responsible for climate risk oversight, David MacLennan, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Debra L. Reed-Klages	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Debra Reed-Klages, Susan Schwab and Rayford Wilkins Jr. is warranted for lack of diversity on the board. A vote AGAINST the chair of the committee responsible for climate risk oversight, David MacLennan, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Susan C. Schwab	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Debra Reed-Klages, Susan Schwab and Rayford Wilkins Jr. is warranted for lack of diversity on the board. A vote AGAINST the chair of the committee responsible for climate risk oversight, David MacLennan, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director D. James Umpleby, III	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Debra Reed-Klages, Susan Schwab and Rayford Wilkins Jr. is warranted for lack of diversity on the board. A vote AGAINST the chair of the committee responsible for climate risk oversight, David MacLennan, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director Rayford Wilkins, Jr.	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST nominating committee members Debra Reed-Klages, Susan Schwab and Rayford Wilkins Jr. is warranted for lack of diversity on the board. A vote AGAINST the chair of the committee responsible for climate risk oversight, David MacLennan, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				

Caterpillar, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted. Annual incentives are primarily based on pre-set financial metrics and half the long-term incentives are performance-based and utilize a multi-year performance period.</i></p>					
4	Require Independent Board Chair	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted given the importance of having an independent chairman of the board.</i></p>					
5	Report on Lobbying Payments and Policy	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as increased transparency about the amounts of direct and indirect lobbying payments would help shareholders assess the company's management of risks related to political spending.</i></p>					
6	Adopt Policy Prohibiting Directors from Simultaneously Sitting on the Board of Directors of Two Other Companies	SH	Against	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted given that the company discloses its limitations on directors' outside board service activities, and there are no concerns with overboarding at Caterpillar.</i></p>					

Confluent, Inc.

Meeting Date: 06/12/2024 **Country:** USA **Ticker:** CFLT
Record Date: 04/15/2024 **Meeting Type:** Annual
Primary Security ID: 20717M103

Shares Voted: 700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Lara Caimi	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Jonathan Chadwick for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee member Jonathan Chadwick given the board's failure to remove, or subject to a reasonable sunset requirement, the dual-class capital structure, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for Neha Narkhede for serving as a non-independent member of a key board committee. A vote FOR the remaining director nominee, Lara Caimi, is warranted.</i></p>					
1b	Elect Director Jonathan Chadwick	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Jonathan Chadwick for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee member Jonathan Chadwick given the board's failure to remove, or subject to a reasonable sunset requirement, the dual-class capital structure, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for Neha Narkhede for serving as a non-independent member of a key board committee. A vote FOR the remaining director nominee, Lara Caimi, is warranted.</i></p>					

Confluent, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1c	Elect Director Neha Narkhede	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Jonathan Chadwick for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee member Jonathan Chadwick given the board's failure to remove, or subject to a reasonable sunset requirement, the dual-class capital structure, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for Neha Narkhede for serving as a non-independent member of a key board committee. A vote FOR the remaining director nominee, Lara Caimi, is warranted.</i></p>					
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 22.76 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i></p>					

Dick's Sporting Goods, Inc.

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

Shares Voted: 347

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Mark J. Barrenechea	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Lawrence Schorr, William Colombo, Anne Fink, Larry Fitzgerald Jr. and Larry Stone for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee nominees William Colombo, Anne Fink, Larry Fitzgerald Jr., Lawrence Schorr and Larry Stone for maintaining a dual-class structure with disparate voting rights that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Emanuel Chirico	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Lawrence Schorr, William Colombo, Anne Fink, Larry Fitzgerald Jr. and Larry Stone for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee nominees William Colombo, Anne Fink, Larry Fitzgerald Jr., Lawrence Schorr and Larry Stone for maintaining a dual-class structure with disparate voting rights that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director William J. Colombo	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Lawrence Schorr, William Colombo, Anne Fink, Larry Fitzgerald Jr. and Larry Stone for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee nominees William Colombo, Anne Fink, Larry Fitzgerald Jr., Lawrence Schorr and Larry Stone for maintaining a dual-class structure with disparate voting rights that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.</i></p>					

Dick's Sporting Goods, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1d	Elect Director Robert W. Eddy	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Lawrence Schorr, William Colombo, Anne Fink, Larry Fitzgerald Jr. and Larry Stone for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee nominees William Colombo, Anne Fink, Larry Fitzgerald Jr., Lawrence Schorr and Larry Stone for maintaining a dual-class structure with disparate voting rights that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Anne Fink	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Lawrence Schorr, William Colombo, Anne Fink, Larry Fitzgerald Jr. and Larry Stone for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee nominees William Colombo, Anne Fink, Larry Fitzgerald Jr., Lawrence Schorr and Larry Stone for maintaining a dual-class structure with disparate voting rights that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Larry Fitzgerald, Jr.	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Lawrence Schorr, William Colombo, Anne Fink, Larry Fitzgerald Jr. and Larry Stone for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee nominees William Colombo, Anne Fink, Larry Fitzgerald Jr., Lawrence Schorr and Larry Stone for maintaining a dual-class structure with disparate voting rights that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Lauren R. Hobart	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Lawrence Schorr, William Colombo, Anne Fink, Larry Fitzgerald Jr. and Larry Stone for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee nominees William Colombo, Anne Fink, Larry Fitzgerald Jr., Lawrence Schorr and Larry Stone for maintaining a dual-class structure with disparate voting rights that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Sandeep Mathrani	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Lawrence Schorr, William Colombo, Anne Fink, Larry Fitzgerald Jr. and Larry Stone for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee nominees William Colombo, Anne Fink, Larry Fitzgerald Jr., Lawrence Schorr and Larry Stone for maintaining a dual-class structure with disparate voting rights that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Desiree Ralls-Morrison	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Lawrence Schorr, William Colombo, Anne Fink, Larry Fitzgerald Jr. and Larry Stone for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee nominees William Colombo, Anne Fink, Larry Fitzgerald Jr., Lawrence Schorr and Larry Stone for maintaining a dual-class structure with disparate voting rights that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Lawrence J. Schorr	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Lawrence Schorr, William Colombo, Anne Fink, Larry Fitzgerald Jr. and Larry Stone for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee nominees William Colombo, Anne Fink, Larry Fitzgerald Jr., Lawrence Schorr and Larry Stone for maintaining a dual-class structure with disparate voting rights that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Edward W. Stack	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Lawrence Schorr, William Colombo, Anne Fink, Larry Fitzgerald Jr. and Larry Stone for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee nominees William Colombo, Anne Fink, Larry Fitzgerald Jr., Lawrence Schorr and Larry Stone for maintaining a dual-class structure with disparate voting rights that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.</i>				

Dick's Sporting Goods, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1I	Elect Director Larry D. Stone	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Lawrence Schorr, William Colombo, Anne Fink, Larry Fitzgerald Jr. and Larry Stone for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee nominees William Colombo, Anne Fink, Larry Fitzgerald Jr., Lawrence Schorr and Larry Stone for maintaining a dual-class structure with disparate voting rights that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i></p>					
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 9.77 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
4	Adopt a Policy to Annually Disclose EEO-1 Report	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted, as additional diversity-related disclosure would allow shareholders to better assess the effectiveness of the company's diversity initiatives and its management of related risks.</i></p>					
5	Amend Bylaw Waiving Business Judgement Rule	SH	Against	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. Given the unusual nature of the proposal, it appears the amendment would potentially limit the board's ability to fully exercise its management authority, which is prohibited under Delaware law. In addition, it is the legal opinion of the company's counsel that the proposed amendment would likely cause the company to violate Delaware law in several respects, including breaching its fiduciary duties to shareholders.</i></p>					

Dollarama Inc.

Meeting Date: 06/12/2024 **Country:** Canada **Ticker:** DOL
Record Date: 04/18/2024 **Meeting Type:** Annual
Primary Security ID: 25675T107

Shares Voted: 10,472

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1A	Elect Director Joshua Bekenstein	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i></p>					
1B	Elect Director Gregory David	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i></p>					
1C	Elect Director Elisa D. Garcia C.	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i></p>					
1D	Elect Director Stephen Gunn	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i></p>					
1E	Elect Director Kristin Mugford	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i></p>					

Dollarama Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1F	Elect Director Nicholas Nomicos	Mgmt	For	For	For
<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>					
1G	Elect Director Neil Rossy	Mgmt	For	For	For
<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>					
1H	Elect Director Samira Sakhia	Mgmt	For	For	For
<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>					
1I	Elect Director Thecla Sweeney	Mgmt	For	For	For
<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>					
1J	Elect Director Huw Thomas	Mgmt	For	For	For
<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>					
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
<i>Voting Policy Rationale: Vote FOR this item because only 24.37 percent of the total audit fees paid to the auditor are attributable to non-audit fees.</i>					
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For	For
<i>Voting Policy Rationale: Vote FOR this non-binding advisory resolution as there are no significant issues at this time.</i>					

Incyte Corporation

Meeting Date: 06/12/2024 **Country:** USA **Ticker:** INCY
Record Date: 04/15/2024 **Meeting Type:** Annual
Primary Security ID: 45337C102

Shares Voted: 315

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Julian C. Baker	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Julian Baker, Jean-Jacques Bienaime, and Jacquelyn Fouse is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.2	Elect Director Jean-Jacques Bienaime	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Julian Baker, Jean-Jacques Bienaime, and Jacquelyn Fouse is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.3	Elect Director Otis W. Brawley	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Julian Baker, Jean-Jacques Bienaime, and Jacquelyn Fouse is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.4	Elect Director Paul J. Clancy	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Julian Baker, Jean-Jacques Bienaime, and Jacquelyn Fouse is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

Incyte Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.5	Elect Director Jacquelyn A. Fouse	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Julian Baker, Jean-Jacques Bienaime, and Jacquelyn Fouse is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.6	Elect Director Edmund P. Harrigan	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Julian Baker, Jean-Jacques Bienaime, and Jacquelyn Fouse is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.7	Elect Director Katherine A. High	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Julian Baker, Jean-Jacques Bienaime, and Jacquelyn Fouse is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.8	Elect Director Herve Hoppenot	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Julian Baker, Jean-Jacques Bienaime, and Jacquelyn Fouse is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.9	Elect Director Susanne Schaffert	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Julian Baker, Jean-Jacques Bienaime, and Jacquelyn Fouse is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted. CEO pay and company performance were reasonably aligned for the year in review. Annual incentives were conditioned on pre-set metrics, and the company improved the structure of its LTIP in FY23.</i></p>					
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i></p>					

Kangwon Land, Inc.

Meeting Date: 06/12/2024 **Country:** South Korea **Ticker:** 035250
Record Date: 04/01/2024 **Meeting Type:** Special
Primary Security ID: Y4581L105

Shares Voted: 9,474

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Appoint One Out of Three Nominees Elect Kwon Soon-hyeong as Inside Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: We recommend to vote FOR Gyu-won Son (Item 1.3), as his expertise in the leisure and resort business will positively contribute to the board and managerial decision makings. As the management is asking shareholders to elect one inside director out of the three director nominees, a vote AGAINST remaining director nominees, Soon-hyeong Kwon (Item 1.1) and Han-gyu Nam (Item 1.2).</i></p>					

Kangwon Land, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Nam Han-gyu as Inside Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: We recommend to vote FOR Gyu-won Son (Item 1.3), as his expertise in the leisure and resort business will positively contribute to the board and managerial decision makings. As the management is asking shareholders to elect one inside director out of the three director nominees, a vote AGAINST remaining director nominees, Soon-hyeong Kwon (Item 1.1) and Han-gyu Nam (Item 1.2).</i></p>					
1.3	Elect Son Gyu-won as Inside Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: We recommend to vote FOR Gyu-won Son (Item 1.3), as his expertise in the leisure and resort business will positively contribute to the board and managerial decision makings. As the management is asking shareholders to elect one inside director out of the three director nominees, a vote AGAINST remaining director nominees, Soon-hyeong Kwon (Item 1.1) and Han-gyu Nam (Item 1.2).</i></p>					

Pure Storage, Inc.

Meeting Date: 06/12/2024 **Country:** USA **Ticker:** PSTG
Record Date: 04/17/2024 **Meeting Type:** Annual
Primary Security ID: 74624M102

Shares Voted: 1,136

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Jeff Rothschild	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Jeffrey (Jeff) Rothschild and Mallun Yen for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee members Jeffrey (Jeff) Rothschild and Mallun Yen given the board's failure to remove, or subject to a sunset requirement, the classified board and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominee Susan Taylor is warranted.</i></p>					
1.2	Elect Director Susan Taylor	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Jeffrey (Jeff) Rothschild and Mallun Yen for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee members Jeffrey (Jeff) Rothschild and Mallun Yen given the board's failure to remove, or subject to a sunset requirement, the classified board and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominee Susan Taylor is warranted.</i></p>					
1.3	Elect Director Mallun Yen	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Jeffrey (Jeff) Rothschild and Mallun Yen for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee members Jeffrey (Jeff) Rothschild and Mallun Yen given the board's failure to remove, or subject to a sunset requirement, the classified board and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominee Susan Taylor is warranted.</i></p>					
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST the ratification of the company's auditor is warranted given that non-audit fees represent 27.50 percent of the total fees received by the auditor during the fiscal year, raising substantial doubts over the independence of the auditor.</i></p>					

Pure Storage, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<i>Voting Policy Rationale: Although incentive programs were primarily based on pre-set objective measures and the committee introduced a long-term equity award in FY24, there are significant concerns regarding pay decisions, program structure, and the magnitude of awards provided to NEOs. PSU awards utilize a relatively short one-year performance period, and concerns are magnified as the company made modifications to these awards, which resulted in a significant incremental fair value disclosure of more than \$11 million for the CEO. Furthermore, while the company introduced longer term performance-based awards that utilized milestone goals, it resulted in outsized equity award values to all NEOs. In addition, while the aggregate performance of corporate performance measures in the STI were achieved below target, some concerns are raised as NEOs received above-target payouts following the committee's assessment of individual performance. On balance of these factors, a vote AGAINST this proposal is warranted.</i>					

Qualys, Inc.

Meeting Date: 06/12/2024 **Country:** USA **Ticker:** QLYS
Record Date: 04/16/2024 **Meeting Type:** Annual
Primary Security ID: 74758T303

Shares Voted: 2,356

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Jeffrey P. Hank	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Jeffrey Hank and Sumedh Thakar for lack of diversity on the board.</i>					
1.2	Elect Director Sumedh S. Thakar	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Jeffrey Hank and Sumedh Thakar for lack of diversity on the board.</i>					
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>					
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>					

Riot Platforms, Inc.

Meeting Date: 06/12/2024 **Country:** USA **Ticker:** RIOT
Record Date: 04/23/2024 **Meeting Type:** Annual
Primary Security ID: 767292105

Riot Platforms, Inc.

Shares Voted: 1,420

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Benjamin Yi	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Soo il (Benjamin) Yi and Jason Les for lack of diversity on the board.</i>				
1b	Elect Director Jason Les	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Soo il (Benjamin) Yi and Jason Les for lack of diversity on the board.</i>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. The compensation committee demonstrated sufficient responsiveness to shareholder concerns following last year's low say-on-pay proposal. In addition, pay and performance are reasonably aligned at this time.</i>				
4	Increase Authorized Common Stock	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that the size of the proposed increase in the number of authorized shares of common stock is reasonable and there are no substantial concerns about the company's past use of shares.</i>				
5	Amend Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				

Roper Technologies, Inc.

Meeting Date: 06/12/2024

Country: USA

Ticker: ROP

Record Date: 04/18/2024

Meeting Type: Annual

Primary Security ID: 776696106

Shares Voted: 2,320

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Shellye L. Archambeau	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.2	Elect Director Amy Woods Brinkley	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.3	Elect Director Irene M. Esteves	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				

Roper Technologies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.4	Elect Director L. Neil Hunn	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.5	Elect Director Robert D. Johnson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.6	Elect Director Thomas P. Joyce, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.7	Elect Director John F. Murphy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.8	Elect Director Laura G. Thatcher	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.9	Elect Director Richard F. Wallman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.10	Elect Director Christopher Wright	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. The CEO's payout of a five-year special long-term cash incentive significantly elevated his pay in FY23; however, the award was tied to a rigorous performance condition and was capped at target payout. In addition, regular annual and long-term incentives were substantially based on clearly disclosed, objective performance criteria, and both programs capped payouts at target. Some concern exists that compensation may increase beginning in FY24 given the introduction of above-target payout opportunities under the incentive programs. However, a pay-for-performance misalignment for the year under review is mitigated.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 10.10 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Adopt Simple Majority Vote	SH	None	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as removing the supermajority vote requirement would improve shareholder rights.</i>				

Target Corporation

Meeting Date: 06/12/2024

Country: USA

Ticker: TGT

Record Date: 04/15/2024

Meeting Type: Annual

Primary Security ID: 87612E106

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director David P. Abney	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Monica Lozano, Douglas Baker Jr., George Barrett, Christine Leahy and Dmitri Stockton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Douglas M. Baker, Jr.	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Monica Lozano, Douglas Baker Jr., George Barrett, Christine Leahy and Dmitri Stockton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director George S. Barrett	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Monica Lozano, Douglas Baker Jr., George Barrett, Christine Leahy and Dmitri Stockton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Gail K. Boudreaux	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Monica Lozano, Douglas Baker Jr., George Barrett, Christine Leahy and Dmitri Stockton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Brian C. Cornell	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Monica Lozano, Douglas Baker Jr., George Barrett, Christine Leahy and Dmitri Stockton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Robert L. Edwards	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Monica Lozano, Douglas Baker Jr., George Barrett, Christine Leahy and Dmitri Stockton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Donald R. Knauss	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Monica Lozano, Douglas Baker Jr., George Barrett, Christine Leahy and Dmitri Stockton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Christine A. Leahy	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Monica Lozano, Douglas Baker Jr., George Barrett, Christine Leahy and Dmitri Stockton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Monica C. Lozano	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Monica Lozano, Douglas Baker Jr., George Barrett, Christine Leahy and Dmitri Stockton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Grace Puma	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Monica Lozano, Douglas Baker Jr., George Barrett, Christine Leahy and Dmitri Stockton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Target Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1k	Elect Director Derica W. Rice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Monica Lozano, Douglas Baker Jr., George Barrett, Christine Leahy and Dmitri Stockton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director Dmitri L. Stockton	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Monica Lozano, Douglas Baker Jr., George Barrett, Christine Leahy and Dmitri Stockton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 5.13 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as pay and performance are reasonably aligned at this time, and over a majority of the CEO's incentive compensation is performance-contingent.</i>				
4	Require Independent Board Chair	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the importance of having an independent chairman of the board.</i>				
5	Report on Animal Pain Management	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. Additional disclosure on how the company is taking animal welfare, specifically animal pain management, into account in its supply chain would allow shareholders to better assess the effectiveness of the company's animal welfare efforts and management of related risks.</i>				
6	Establish a Company Compensation Policy of Paying a Living Wage	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. While the company has recently implemented a minimum wage policy and employee development initiatives and has been disclosing pay equity data, officially establishing these policies would benefit shareholders to maintain oversight on human capital management issues.</i>				
7	Report on Congruency of Political Spending with Company Stated Values	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as a report on the congruence of the company's political expenditures with its stated values would enable shareholders to have a more comprehensive understanding of how the company oversees and manages risks related to its political spending.</i>				
8	Report on Charitable Contributions	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because the company provides sufficient information regarding its corporate contributions, and absent self-dealing or gross negligence, management should be afforded discretion in determining the company's charitable giving strategy.</i>				

TE Connectivity Ltd.

Meeting Date: 06/12/2024

Country: Switzerland

Ticker: TEL

Record Date: 05/23/2024

Meeting Type: Special

Primary Security ID: H84989104

Shares Voted: 7,448

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Change Jurisdiction of Incorporation [from Switzerland to Ireland]	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted given the board's strategic rationale. Furthermore, although there are slight changes to shareholder rights, none are considered to be materially diminished, and shareholders' ownership percentage in the company will remain unchanged.</i></p>					
2	Approve Reduction of the Share Premium Account	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted as no significant concerns have been identified.</i></p>					

T-Mobile US, Inc.

Meeting Date: 06/12/2024

Country: USA

Ticker: TMUS

Record Date: 04/16/2024

Meeting Type: Annual

Primary Security ID: 872590104

Shares Voted: 1,295

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Andre Almeida	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for all director nominees because a majority of the board is not independent. WITHHOLD votes are warranted for incumbent nominating committee members Teresa Taylor, Dominique Leroy, and Letitia (Tish) Long for lack of diversity on the board. WITHHOLD votes are warranted for Marcelo Claure, Srinivasan (Srini) Gopalan, Christian Illek, Raphael Kubler, and Dominique Leroy for serving as non-independent members of key board committees.</i></p>					
1.2	Elect Director Marcelo Claure	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for all director nominees because a majority of the board is not independent. WITHHOLD votes are warranted for incumbent nominating committee members Teresa Taylor, Dominique Leroy, and Letitia (Tish) Long for lack of diversity on the board. WITHHOLD votes are warranted for Marcelo Claure, Srinivasan (Srini) Gopalan, Christian Illek, Raphael Kubler, and Dominique Leroy for serving as non-independent members of key board committees.</i></p>					
1.3	Elect Director Srikant M. Datar	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for all director nominees because a majority of the board is not independent. WITHHOLD votes are warranted for incumbent nominating committee members Teresa Taylor, Dominique Leroy, and Letitia (Tish) Long for lack of diversity on the board. WITHHOLD votes are warranted for Marcelo Claure, Srinivasan (Srini) Gopalan, Christian Illek, Raphael Kubler, and Dominique Leroy for serving as non-independent members of key board committees.</i></p>					
1.4	Elect Director Srinivasan Gopalan	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for all director nominees because a majority of the board is not independent. WITHHOLD votes are warranted for incumbent nominating committee members Teresa Taylor, Dominique Leroy, and Letitia (Tish) Long for lack of diversity on the board. WITHHOLD votes are warranted for Marcelo Claure, Srinivasan (Srini) Gopalan, Christian Illek, Raphael Kubler, and Dominique Leroy for serving as non-independent members of key board committees.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.5	Elect Director Timotheus Hottges	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for all director nominees because a majority of the board is not independent. WITHHOLD votes are warranted for incumbent nominating committee members Teresa Taylor, Dominique Leroy, and Letitia (Tish) Long for lack of diversity on the board. WITHHOLD votes are warranted for Marcelo Claure, Srinivasan (Srini) Gopalan, Christian Illek, Raphael Kubler, and Dominique Leroy for serving as non-independent members of key board committees.</i></p>					
1.6	Elect Director Christian P. Illek	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for all director nominees because a majority of the board is not independent. WITHHOLD votes are warranted for incumbent nominating committee members Teresa Taylor, Dominique Leroy, and Letitia (Tish) Long for lack of diversity on the board. WITHHOLD votes are warranted for Marcelo Claure, Srinivasan (Srini) Gopalan, Christian Illek, Raphael Kubler, and Dominique Leroy for serving as non-independent members of key board committees.</i></p>					
1.7	Elect Director James Kavanaugh	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for all director nominees because a majority of the board is not independent. WITHHOLD votes are warranted for incumbent nominating committee members Teresa Taylor, Dominique Leroy, and Letitia (Tish) Long for lack of diversity on the board. WITHHOLD votes are warranted for Marcelo Claure, Srinivasan (Srini) Gopalan, Christian Illek, Raphael Kubler, and Dominique Leroy for serving as non-independent members of key board committees.</i></p>					
1.8	Elect Director Raphael Kubler	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for all director nominees because a majority of the board is not independent. WITHHOLD votes are warranted for incumbent nominating committee members Teresa Taylor, Dominique Leroy, and Letitia (Tish) Long for lack of diversity on the board. WITHHOLD votes are warranted for Marcelo Claure, Srinivasan (Srini) Gopalan, Christian Illek, Raphael Kubler, and Dominique Leroy for serving as non-independent members of key board committees.</i></p>					
1.9	Elect Director Thorsten Langheim	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for all director nominees because a majority of the board is not independent. WITHHOLD votes are warranted for incumbent nominating committee members Teresa Taylor, Dominique Leroy, and Letitia (Tish) Long for lack of diversity on the board. WITHHOLD votes are warranted for Marcelo Claure, Srinivasan (Srini) Gopalan, Christian Illek, Raphael Kubler, and Dominique Leroy for serving as non-independent members of key board committees.</i></p>					
1.10	Elect Director Dominique Leroy	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for all director nominees because a majority of the board is not independent. WITHHOLD votes are warranted for incumbent nominating committee members Teresa Taylor, Dominique Leroy, and Letitia (Tish) Long for lack of diversity on the board. WITHHOLD votes are warranted for Marcelo Claure, Srinivasan (Srini) Gopalan, Christian Illek, Raphael Kubler, and Dominique Leroy for serving as non-independent members of key board committees.</i></p>					
1.11	Elect Director Letitia A. Long	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for all director nominees because a majority of the board is not independent. WITHHOLD votes are warranted for incumbent nominating committee members Teresa Taylor, Dominique Leroy, and Letitia (Tish) Long for lack of diversity on the board. WITHHOLD votes are warranted for Marcelo Claure, Srinivasan (Srini) Gopalan, Christian Illek, Raphael Kubler, and Dominique Leroy for serving as non-independent members of key board committees.</i></p>					
1.12	Elect Director G. Michael (Mike) Sievert	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for all director nominees because a majority of the board is not independent. WITHHOLD votes are warranted for incumbent nominating committee members Teresa Taylor, Dominique Leroy, and Letitia (Tish) Long for lack of diversity on the board. WITHHOLD votes are warranted for Marcelo Claure, Srinivasan (Srini) Gopalan, Christian Illek, Raphael Kubler, and Dominique Leroy for serving as non-independent members of key board committees.</i></p>					

T-Mobile US, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.13	Elect Director Teresa A. Taylor	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for all director nominees because a majority of the board is not independent. WITHHOLD votes are warranted for incumbent nominating committee members Teresa Taylor, Dominique Leroy, and Letitia (Tish) Long for lack of diversity on the board. WITHHOLD votes are warranted for Marcelo Claure, Srinivasan (Srin) Gopalan, Christian Illek, Raphael Kubler, and Dominique Leroy for serving as non-independent members of key board committees.</i></p>					
1.14	Elect Director Kelvin R. Westbrook	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for all director nominees because a majority of the board is not independent. WITHHOLD votes are warranted for incumbent nominating committee members Teresa Taylor, Dominique Leroy, and Letitia (Tish) Long for lack of diversity on the board. WITHHOLD votes are warranted for Marcelo Claure, Srinivasan (Srin) Gopalan, Christian Illek, Raphael Kubler, and Dominique Leroy for serving as non-independent members of key board committees.</i></p>					
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i></p>					

Veeva Systems Inc.

Meeting Date: 06/12/2024 **Country:** USA **Ticker:** VEEV
Record Date: 04/15/2024 **Meeting Type:** Annual
Primary Security ID: 922475108

Shares Voted: 1,440

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Timothy S. Cabral	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mary Lynne Hedley, Paul Sekhri and Matthew (Matt) Wallach is warranted for lack of diversity on the board. A vote AGAINST Matthew (Matt) Wallach is warranted for serving as a non-independent member of a key board committee. A vote AGAINST Paul Sekhri is warranted for serving on more than three public boards while serving as a CEO of an outside company. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Mark Carges	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mary Lynne Hedley, Paul Sekhri and Matthew (Matt) Wallach is warranted for lack of diversity on the board. A vote AGAINST Matthew (Matt) Wallach is warranted for serving as a non-independent member of a key board committee. A vote AGAINST Paul Sekhri is warranted for serving on more than three public boards while serving as a CEO of an outside company. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director Peter P. Gassner	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mary Lynne Hedley, Paul Sekhri and Matthew (Matt) Wallach is warranted for lack of diversity on the board. A vote AGAINST Matthew (Matt) Wallach is warranted for serving as a non-independent member of a key board committee. A vote AGAINST Paul Sekhri is warranted for serving on more than three public boards while serving as a CEO of an outside company. A vote FOR the remaining director nominees is warranted.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1d	Elect Director Mary Lynne Hedley	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mary Lynne Hedley, Paul Sekhri and Matthew (Matt) Wallach is warranted for lack of diversity on the board. A vote AGAINST Matthew (Matt) Wallach is warranted for serving as a non-independent member of a key board committee. A vote AGAINST Paul Sekhri is warranted for serving on more than three public boards while serving as a CEO of an outside company. A vote FOR the remaining director nominees is warranted.</i></p>					
1e	Elect Director Priscilla Hung	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mary Lynne Hedley, Paul Sekhri and Matthew (Matt) Wallach is warranted for lack of diversity on the board. A vote AGAINST Matthew (Matt) Wallach is warranted for serving as a non-independent member of a key board committee. A vote AGAINST Paul Sekhri is warranted for serving on more than three public boards while serving as a CEO of an outside company. A vote FOR the remaining director nominees is warranted.</i></p>					
1f	Elect Director Tina Hunt	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mary Lynne Hedley, Paul Sekhri and Matthew (Matt) Wallach is warranted for lack of diversity on the board. A vote AGAINST Matthew (Matt) Wallach is warranted for serving as a non-independent member of a key board committee. A vote AGAINST Paul Sekhri is warranted for serving on more than three public boards while serving as a CEO of an outside company. A vote FOR the remaining director nominees is warranted.</i></p>					
1g	Elect Director Marshall L. Mohr	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mary Lynne Hedley, Paul Sekhri and Matthew (Matt) Wallach is warranted for lack of diversity on the board. A vote AGAINST Matthew (Matt) Wallach is warranted for serving as a non-independent member of a key board committee. A vote AGAINST Paul Sekhri is warranted for serving on more than three public boards while serving as a CEO of an outside company. A vote FOR the remaining director nominees is warranted.</i></p>					
1h	Elect Director Gordon Ritter	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mary Lynne Hedley, Paul Sekhri and Matthew (Matt) Wallach is warranted for lack of diversity on the board. A vote AGAINST Matthew (Matt) Wallach is warranted for serving as a non-independent member of a key board committee. A vote AGAINST Paul Sekhri is warranted for serving on more than three public boards while serving as a CEO of an outside company. A vote FOR the remaining director nominees is warranted.</i></p>					
1i	Elect Director Paul Sekhri	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mary Lynne Hedley, Paul Sekhri and Matthew (Matt) Wallach is warranted for lack of diversity on the board. A vote AGAINST Matthew (Matt) Wallach is warranted for serving as a non-independent member of a key board committee. A vote AGAINST Paul Sekhri is warranted for serving on more than three public boards while serving as a CEO of an outside company. A vote FOR the remaining director nominees is warranted.</i></p>					
1j	Elect Director Matthew J. Wallach	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mary Lynne Hedley, Paul Sekhri and Matthew (Matt) Wallach is warranted for lack of diversity on the board. A vote AGAINST Matthew (Matt) Wallach is warranted for serving as a non-independent member of a key board committee. A vote AGAINST Paul Sekhri is warranted for serving on more than three public boards while serving as a CEO of an outside company. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i></p>					

Veeva Systems Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i></p>					
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; and * The company has not disclosed any risk mitigators, such as a clawback policy, CEO stock ownership guidelines, or stock holding period requirements.</i></p>					

W. R. Berkley Corporation

Meeting Date: 06/12/2024 **Country:** USA **Ticker:** WRB
Record Date: 04/17/2024 **Meeting Type:** Annual
Primary Security ID: 084423102

Shares Voted: 10,133

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director William R. Berkley	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Christopher Augostini, Daniel Mosley, Mark Shapiro, and Jonathan Talisman is warranted for lack of diversity on the board. Concerns are further raised with respect to the election of Daniel Mosley, as the risk associated with the pledging of shares by executive chairman William Berkley is considered to have diminished as the number of pledged shares has decreased. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Christopher L. Augostini	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Christopher Augostini, Daniel Mosley, Mark Shapiro, and Jonathan Talisman is warranted for lack of diversity on the board. Concerns are further raised with respect to the election of Daniel Mosley, as the risk associated with the pledging of shares by executive chairman William Berkley is considered to have diminished as the number of pledged shares has decreased. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director Marie A. Mattson	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Christopher Augostini, Daniel Mosley, Mark Shapiro, and Jonathan Talisman is warranted for lack of diversity on the board. Concerns are further raised with respect to the election of Daniel Mosley, as the risk associated with the pledging of shares by executive chairman William Berkley is considered to have diminished as the number of pledged shares has decreased. A vote FOR the remaining director nominees is warranted.</i></p>					
1d	Elect Director Daniel L. Mosley	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Christopher Augostini, Daniel Mosley, Mark Shapiro, and Jonathan Talisman is warranted for lack of diversity on the board. Concerns are further raised with respect to the election of Daniel Mosley, as the risk associated with the pledging of shares by executive chairman William Berkley is considered to have diminished as the number of pledged shares has decreased. A vote FOR the remaining director nominees is warranted.</i></p>					

W. R. Berkley Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1e	Elect Director Mark L. Shapiro	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Christopher Augostini, Daniel Mosley, Mark Shapiro, and Jonathan Talisman is warranted for lack of diversity on the board. Concerns are further raised with respect to the election of Daniel Mosley, as the risk associated with the pledging of shares by executive chairman William Berkley is considered to have diminished as the number of pledged shares has decreased. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Jonathan Talisman	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Christopher Augostini, Daniel Mosley, Mark Shapiro, and Jonathan Talisman is warranted for lack of diversity on the board. Concerns are further raised with respect to the election of Daniel Mosley, as the risk associated with the pledging of shares by executive chairman William Berkley is considered to have diminished as the number of pledged shares has decreased. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Support FOR this proposal is warranted as pay and performance are reasonably aligned at this time. While some concern persists regarding the non-formulaic nature of the annual incentive plan, the performance metrics are disclosed, and the long-term incentives are entirely performance-based.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.08 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Yext, Inc.

Meeting Date: 06/12/2024 **Country:** USA **Ticker:** YEXT
Record Date: 04/15/2024 **Meeting Type:** Annual
Primary Security ID: 98585N106

Shares Voted: 2,414

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Mark Davis	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Julie Richardson for lack of diversity on the board. WITHHOLD votes are also warranted for Julie Richardson as a Governance Committee member, given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Julie Richardson	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Julie Richardson for lack of diversity on the board. WITHHOLD votes are also warranted for Julie Richardson as a Governance Committee member, given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Evan Skorpen	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Julie Richardson for lack of diversity on the board. WITHHOLD votes are also warranted for Julie Richardson as a Governance Committee member, given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				

Yext, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.92 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned, and no significant concerns were identified at this time.</i>				

Accton Technology Corp.

Meeting Date: 06/13/2024 **Country:** Taiwan **Ticker:** 2345
Record Date: 04/12/2024 **Meeting Type:** Annual
Primary Security ID: Y0002S109

Shares Voted: 8,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Business Report and Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for this routine resolution because no concerns have been identified.</i>				
2	Approve Plan on Profit Distribution	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the proposed payout is considered reasonable.</i>				
3	Approve Amendments to Articles of Association	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted given that the amendments are mostly to align company procedures with regulations and based on operational needs.</i>				
	ELECT NON-INDEPENDENT DIRECTORS AND INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt			
4.1	Elect a Representative of KUAN XIN INVESTMENT CORP., with Shareholder No. 0248318, as Non-independent Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the statutory director Kuan Xin Investment Corp. under Item 4.1 is warranted since the company has failed to disclose sufficient information such as the identity of the actual individual who will serve on the board, which limits shareholders' ability to assess the quality of these representative. A vote AGAINST incumbent nominees Heng-Yi Du, Shu-Chieh Huang, Kuo-Hsiu Huang, Eizo Kobayashi, Fa-Yauh Lee and Ankur Singla is warranted for lack of diversity on the board.</i>				
4.2	Elect HUANG, KUO HSIU, with Shareholder No. 0000712, as Non-Independent Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the statutory director Kuan Xin Investment Corp. under Item 4.1 is warranted since the company has failed to disclose sufficient information such as the identity of the actual individual who will serve on the board, which limits shareholders' ability to assess the quality of these representative. A vote AGAINST incumbent nominees Heng-Yi Du, Shu-Chieh Huang, Kuo-Hsiu Huang, Eizo Kobayashi, Fa-Yauh Lee and Ankur Singla is warranted for lack of diversity on the board.</i>				

Accton Technology Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.3	Elect DU, HENG YI, a Representative of TING SING CO., LTD. with Shareholder No. 0192084, as Non-Independent Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST the statutory director Kuan Xin Investment Corp. under Item 4.1 is warranted since the company has failed to disclose sufficient information such as the identity of the actual individual who will serve on the board, which limits shareholders' ability to assess the quality of these representative. A vote AGAINST incumbent nominees Heng-Yi Du, Shu-Chieh Huang, Kuo-Hsiu Huang, Eizo Kobayashi, Fa-Yauh Lee and Ankur Singla is warranted for lack of diversity on the board.</i></p>					
4.4	Elect HUANG, SHU CHIEH, with Shareholder No. B120322XXX, as Independent Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST the statutory director Kuan Xin Investment Corp. under Item 4.1 is warranted since the company has failed to disclose sufficient information such as the identity of the actual individual who will serve on the board, which limits shareholders' ability to assess the quality of these representative. A vote AGAINST incumbent nominees Heng-Yi Du, Shu-Chieh Huang, Kuo-Hsiu Huang, Eizo Kobayashi, Fa-Yauh Lee and Ankur Singla is warranted for lack of diversity on the board.</i></p>					
4.5	Elect LEE, FA YAUH, with Shareholder No. A104398XXX, as Independent Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST the statutory director Kuan Xin Investment Corp. under Item 4.1 is warranted since the company has failed to disclose sufficient information such as the identity of the actual individual who will serve on the board, which limits shareholders' ability to assess the quality of these representative. A vote AGAINST incumbent nominees Heng-Yi Du, Shu-Chieh Huang, Kuo-Hsiu Huang, Eizo Kobayashi, Fa-Yauh Lee and Ankur Singla is warranted for lack of diversity on the board.</i></p>					
4.6	Elect EIZO KOBAYASHI, with Shareholder No. 1949010XXX, as Independent Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST the statutory director Kuan Xin Investment Corp. under Item 4.1 is warranted since the company has failed to disclose sufficient information such as the identity of the actual individual who will serve on the board, which limits shareholders' ability to assess the quality of these representative. A vote AGAINST incumbent nominees Heng-Yi Du, Shu-Chieh Huang, Kuo-Hsiu Huang, Eizo Kobayashi, Fa-Yauh Lee and Ankur Singla is warranted for lack of diversity on the board.</i></p>					
4.7	Elect ANKUR SINGLA, with Shareholder No. 1977032XXX, as Independent Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST the statutory director Kuan Xin Investment Corp. under Item 4.1 is warranted since the company has failed to disclose sufficient information such as the identity of the actual individual who will serve on the board, which limits shareholders' ability to assess the quality of these representative. A vote AGAINST incumbent nominees Heng-Yi Du, Shu-Chieh Huang, Kuo-Hsiu Huang, Eizo Kobayashi, Fa-Yauh Lee and Ankur Singla is warranted for lack of diversity on the board.</i></p>					
5	Approve Release of Restrictions of Competitive Activities of Newly Appointed Directors and Representatives	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is warranted because sufficient details have been provided regarding the proposal and no significant concern relating to outside board positions has been identified.</i></p>					

Custom Truck One Source, Inc.

Meeting Date: 06/13/2024

Country: USA

Ticker: CTOS

Record Date: 04/17/2024

Meeting Type: Annual

Primary Security ID: 23204X103

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Marshall Heinberg	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for non-independent director nominees Louis Samson and David Wolf due to the company's lack of a formal nominating committee. WITHHOLD votes are further warranted for Audit Committee member Marshall Heinberg for failing to address the material weaknesses in the company's internal controls in consecutive years. WITHHOLD votes are further warranted for David Wolf for serving as a non-independent member of a key board committee. WITHHOLD votes are further warranted for director nominees Marshall Heinberg, Louis Samson, and David Wolf in the absence of a formal governance committee, given the board's failure to remove, or subject to a sunset requirement, the classified board, which adversely impacts shareholder rights. WITHHOLD votes are warranted for incumbent nominees Marshall Heinberg, Louis Samson and David Wolf for lack of diversity on the board.</i></p>					
1.2	Elect Director Louis Samson	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for non-independent director nominees Louis Samson and David Wolf due to the company's lack of a formal nominating committee. WITHHOLD votes are further warranted for Audit Committee member Marshall Heinberg for failing to address the material weaknesses in the company's internal controls in consecutive years. WITHHOLD votes are further warranted for David Wolf for serving as a non-independent member of a key board committee. WITHHOLD votes are further warranted for director nominees Marshall Heinberg, Louis Samson, and David Wolf in the absence of a formal governance committee, given the board's failure to remove, or subject to a sunset requirement, the classified board, which adversely impacts shareholder rights. WITHHOLD votes are warranted for incumbent nominees Marshall Heinberg, Louis Samson and David Wolf for lack of diversity on the board.</i></p>					
1.3	Elect Director David Wolf	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for non-independent director nominees Louis Samson and David Wolf due to the company's lack of a formal nominating committee. WITHHOLD votes are further warranted for Audit Committee member Marshall Heinberg for failing to address the material weaknesses in the company's internal controls in consecutive years. WITHHOLD votes are further warranted for David Wolf for serving as a non-independent member of a key board committee. WITHHOLD votes are further warranted for director nominees Marshall Heinberg, Louis Samson, and David Wolf in the absence of a formal governance committee, given the board's failure to remove, or subject to a sunset requirement, the classified board, which adversely impacts shareholder rights. WITHHOLD votes are warranted for incumbent nominees Marshall Heinberg, Louis Samson and David Wolf for lack of diversity on the board.</i></p>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; and * The company has not disclosed any risk mitigators, such as a clawback policy, CEO stock ownership guidelines, or stock holding period requirements.</i></p>					
3	Amend Omnibus Stock Plan	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factor: * The plan permits cash buyout of awards without shareholder approval (overriding factor)</i></p>					
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.64 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					

Etsy, Inc.

Meeting Date: 06/13/2024

Country: USA

Ticker: ETSY

Record Date: 04/15/2024

Meeting Type: Annual

Primary Security ID: 29786A106

Shares Voted: 1,471

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Marla Blow	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: In the absence of Governance Committee members on ballot, a vote AGAINST director nominees Marla Blow, Gary S. Briggs, and Melissa Reiff is warranted given the board's failure to remove, or subject to a sunset requirement, the classified board and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights.</i>				
1b	Elect Director Gary S. Briggs	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: In the absence of Governance Committee members on ballot, a vote AGAINST director nominees Marla Blow, Gary S. Briggs, and Melissa Reiff is warranted given the board's failure to remove, or subject to a sunset requirement, the classified board and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights.</i>				
1c	Elect Director Melissa Reiff	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: In the absence of Governance Committee members on ballot, a vote AGAINST director nominees Marla Blow, Gary S. Briggs, and Melissa Reiff is warranted given the board's failure to remove, or subject to a sunset requirement, the classified board and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. While the annual incentive was based primarily on financial metrics, and the committee utilized discretion to reduce annual incentive payouts, there are noted design, disclosure, and magnitude concerns in the long-term incentive program. The CEO's total equity award value was large, driving relatively large total pay for the year in review, on the backdrop of TSR underperformance. Concerns surrounding these awards are magnified, as the majority of performance awards utilize a relatively short two-year period and forward-looking goals are not disclosed. Moreover, the majority of equity awards granted to NEOs other than the CEO were primarily time-based.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 15.77 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factor(s): * The plan cost is excessive * The three-year average burn rate is excessive * The plan permits liberal recycling of shares * The plan allows broad discretion to accelerate vesting</i>				

Grifols SA

Meeting Date: 06/13/2024

Country: Spain

Ticker: GRF

Record Date: 06/07/2024

Meeting Type: Annual

Primary Security ID: E5706X215

Shares Voted: 1,856

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Standalone Financial Statements and Treatment of Net Loss	Mgmt	For	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: A vote FOR is warranted because: * The external auditor's opinion on the financial statements for the fiscal year in review is unqualified. * The non-payment of dividends is consistent with the company endeavors to reduce costs, and the proposed treatment of net loss is unproblematic.</i>				
2	Approve Consolidated Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because: * The external auditor's opinion on the financial statements for the fiscal year in review is unqualified. * The non-payment of dividends is consistent with the company endeavors to reduce costs, and the proposed treatment of net loss is unproblematic.</i>				
3	Approve Non-Financial Information Statement	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted due to a lack of specific concern about the non-financial information reported by the company.</i>				
4	Approve Discharge of Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted as there is no evidence that the board or the management have not fulfilled their fiduciary duties. This is not without highlighting concerns raised by the Spanish market regulator in its investigation concluded on March 21, 2024.</i>				
5	Renew Appointment of Deloitte as Auditor of Standalone Financial Statements for FY 2024-2026	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
6	Appoint Deloitte as the Independent Assurance Services Provider of the Company to Carry Out the Assurance of the Sustainability Report for FY 2024-2026	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
7.1	Acknowledge Resignation of James Costos as Director	Mgmt			
	<i>Voting Policy Rationale: No vote is required for this item.</i>				
7.2	Ratify Appointment of and Elect Jose Ignacio Abia Buenache as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted due to a lack of concerns about the proposed candidates and the board and committee composition.</i>				
7.3	Ratify Appointment of and Elect Albert Grifols Coma-Cros as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted due to a lack of concerns about the proposed candidates and the board and committee composition.</i>				
7.4	Elect Claire Giraut as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted due to a lack of concerns about the proposed candidates and the board and committee composition.</i>				
7.5	Elect Anne-Catherine Berner as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted due to a lack of concerns about the proposed candidates and the board and committee composition.</i>				

Grifols SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7.6	Fix Number of Directors at 13	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted as the proposed board size would remain within the 15-director limit as per local code of best practice.</i>				
8	Change Location of Registered Office and Amend Article 3 Accordingly	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the amendment is deemed uncontroversial.</i>				
9	Receive Amendments to Board of Directors Regulations	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
10	Advisory Vote on Remuneration Report	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this item is warranted due to: * The problematic termination payments in favor of the former executive chair Steven Mayer. * The excessive board fees paid to the honorary board chair.</i>				
11	Amend Remuneration Policy	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because of the problematic pay package of the new CEO.</i>				
12	Authorize Company to Call EGM with 15 Days' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the requested authorization to call an EGM with 15 days' notice is warranted in the absence of concerns over the use of the previous mandate. However, its use in the current year, if any, will be closely monitored to ensure that shorter dated EGMs are called solely in connection with time-sensitive matters.</i>				
13	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this standard resolution is warranted as it provides the board with the means to carry out the agreements validly adopted by the general meeting.</i>				

IBIDEN Co., Ltd.

Meeting Date: 06/13/2024 **Country:** Japan **Ticker:** 4062
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J23059116

Shares Voted: 800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Aoki, Takeshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.2	Elect Director Kawashima, Koji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.3	Elect Director Suzuki, Ayumi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.4	Elect Director Kato, Hisashi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

IBIDEN Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.5	Elect Director Yamaguchi, Chiaki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful because outside directors are not required in the category of "directors who are not audit committee members."</i>				
1.6	Elect Director Asai, Noriko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.7	Elect Director Koike, Toshikazu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Ingersoll Rand Inc.

Meeting Date: 06/13/2024 **Country:** USA **Ticker:** IR
Record Date: 04/18/2024 **Meeting Type:** Annual
Primary Security ID: 45687V106

Shares Voted: 2,192

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Vicente Reynal	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1b	Elect Director William P. Donnelly	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1c	Elect Director Kirk E. Arnold	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1d	Elect Director Gary D. Forsee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1e	Elect Director Jennifer Hartssock	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1f	Elect Director John Humphrey	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1g	Elect Director Marc E. Jones	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director Julie A. Schertell	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1i	Elect Director JoAnna A. Sohovich	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				

Ingersoll Rand Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1j	Elect Director Mark P. Stevenson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 24.20 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Following last year's low say-on-pay vote, the compensation committee engaged with investors, disclosed their specific feedback, and made a commitment not to provide additional large grants to the CEO. Further, pay and performance were reasonably aligned for the year in review.</i>				

Kuaishou Technology

Meeting Date: 06/13/2024 **Country:** Cayman Islands **Ticker:** 1024
Record Date: 06/06/2024 **Meeting Type:** Annual
Primary Security ID: G53263102

Shares Voted: 12,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR this resolution is warranted.</i>				
2	Elect Cheng Yixiao as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>				
3	Elect Su Hua as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>				
4	Elect Zhang Fei as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>				
5	Elect Xiao Xing as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>				
6	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: Director fees at Hong Kong-listed companies are usually reasonable. In the absence of known concerns over director remuneration at the company, a vote FOR this proposal is warranted.</i>				
7	Authorize Repurchase of Issued Share Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted given the absence of any known issues concerning the proposed share repurchase.</i>				

Kuaishou Technology

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST these resolutions is warranted for the following: * The aggregate share issuance limit is greater than 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has not specified the discount limit for issuance for cash and non-cash consideration.</i>				
9	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST these resolutions is warranted for the following: * The aggregate share issuance limit is greater than 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has not specified the discount limit for issuance for cash and non-cash consideration.</i>				
10	Approve PricewaterhouseCoopers as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the audit firm, its remuneration, and the way the audit was conducted.</i>				
11	Adopt the Thirteenth Amended and Restated Memorandum and Articles of Association and Related Transactions	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted given that the amendments are mainly proposed to reflect changes in the Listing Rules and are made on the basis of the company's actual circumstances and the rules and regulations governing the company, and in the absence of any known issues concerning such amendments.</i>				

MISUMI Group, Inc.

Meeting Date: 06/13/2024

Country: Japan

Ticker: 9962

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J43293109

Shares Voted: 1,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 14.87	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Nishimoto, Kosuke	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Ono, Ryusei	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Shimizu, Arata	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

MISUMI Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.4	Elect Director Kanatani, Tomoki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.5	Elect Director Shimizu, Shigetaka	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.6	Elect Director Shaochun Xu	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.7	Elect Director Nakano, Yoichi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.8	Elect Director Suseki, Tomoharu	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.9	Elect Director Yano, Keiko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3	Appoint Statutory Auditor Otokozawa, Ichiro	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>					
4	Approve Compensation Ceilings for Directors and Statutory Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * The sub-ceiling for outside directors is raised. * The size of the proposed ceilings cannot be regarded as inappropriate.</i>					

Monolithic Power Systems, Inc.

Meeting Date: 06/13/2024 **Country:** USA **Ticker:** MPWR
Record Date: 04/18/2024 **Meeting Type:** Annual
Primary Security ID: 609839105

Shares Voted: 179

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Eugen Elmiger	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Eugen Elmiger for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.2	Elect Director Eileen Wynne	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Eugen Elmiger for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.3	Elect Director Jeff Zhou	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Eugen Elmiger for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

Monolithic Power Systems, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. The compensation committee demonstrated sufficient responsiveness to last year's low say-on-pay vote. Further, CEO pay and company performance are reasonably aligned for the year in review. Incentive programs are entirely linked to preset performance criteria. While the CEO's equity award value remained relatively large, the magnitude is substantiated by sustained TSR outperformance.</i>				
4	Declassify the Board of Directors	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because the declassification would enhance board accountability.</i>				

Monster Beverage Corporation

Meeting Date: 06/13/2024 **Country:** USA **Ticker:** MNST
Record Date: 04/22/2024 **Meeting Type:** Annual
Primary Security ID: 61174X109

Shares Voted: 12,710

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Rodney C. Sacks	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Mark Vidergauz, Gary Fayard, and Steven Pizula for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Hilton H. Schlosberg	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Mark Vidergauz, Gary Fayard, and Steven Pizula for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Mark J. Hall	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Mark Vidergauz, Gary Fayard, and Steven Pizula for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Ana Demel	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Mark Vidergauz, Gary Fayard, and Steven Pizula for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director James L. Dinkins	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Mark Vidergauz, Gary Fayard, and Steven Pizula for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Gary P. Fayard	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Mark Vidergauz, Gary Fayard, and Steven Pizula for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Tiffany M. Hall	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Mark Vidergauz, Gary Fayard, and Steven Pizula for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Monster Beverage Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.8	Elect Director Jeanne P. Jackson	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Mark Vidergauz, Gary Fayard, and Steven Pizula for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.9	Elect Director Steven G. Pizula	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Mark Vidergauz, Gary Fayard, and Steven Pizula for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.10	Elect Director Mark S. Vidergauz	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Mark Vidergauz, Gary Fayard, and Steven Pizula for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i></p>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review. Annual incentives were based largely on a pre-set financial objective. and half of LTI grants are performance conditioned. However, compensating two co-CEOs each at the same level as one CEO can be costly to shareholders in terms of total executive compensation.</i></p>					

PagerDuty, Inc.

Meeting Date: 06/13/2024 **Country:** USA **Ticker:** PD
Record Date: 04/17/2024 **Meeting Type:** Annual
Primary Security ID: 69553P100

Shares Voted: 1,801

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Teresa Carlson	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent director nominees Rathi Murthy and Alex Solomon given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. A vote FOR director nominee Teresa Carlson is warranted.</i></p>					
1.2	Elect Director Rathi Murthy	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent director nominees Rathi Murthy and Alex Solomon given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. A vote FOR director nominee Teresa Carlson is warranted.</i></p>					
1.3	Elect Director Alex Solomon	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent director nominees Rathi Murthy and Alex Solomon given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. A vote FOR director nominee Teresa Carlson is warranted.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.</i>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * High CEO pay relative to company performance compared to the company's peers; * High CEO pay in relation to company peer group CEO median pay levels; * The company has not disclosed any short- and long-term E&S performance incentives; and * The company has not disclosed any risk mitigators, such as a clawback policy, CEO stock ownership guidelines, or stock holding period requirements.</i>					

Rapid7, Inc.

Meeting Date: 06/13/2024 Country: USA Ticker: RPD
 Record Date: 04/15/2024 Meeting Type: Annual
 Primary Security ID: 753422104

Shares Voted: 7,828

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Michael Berry	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Benjamin (Ben) Holzman and Reeny Sondhi for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.2	Elect Director Marc Brown	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Benjamin (Ben) Holzman and Reeny Sondhi for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.3	Elect Director Judy Bruner	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Benjamin (Ben) Holzman and Reeny Sondhi for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.4	Elect Director Benjamin Holzman	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Benjamin (Ben) Holzman and Reeny Sondhi for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.5	Elect Director J. Benjamin Nye	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Benjamin (Ben) Holzman and Reeny Sondhi for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.6	Elect Director Tom Schodorf	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Benjamin (Ben) Holzman and Reeny Sondhi for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.7	Elect Director Reeny Sondhi	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Benjamin (Ben) Holzman and Reeny Sondhi for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.8	Elect Director Corey Thomas	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Benjamin (Ben) Holzman and Reeny Sondhi for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

Rapid7, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 4.71 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i></p>					

Smurfit Kappa Group Plc

Meeting Date: 06/13/2024 **Country:** Ireland **Ticker:** SKG
Record Date: 06/09/2024 **Meeting Type:** Special
Primary Security ID: G8248F104

Shares Voted: 1,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Proposed Combination of Smurfit Kappa and WestRock	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these proposals is considered warranted because: * The transaction is backed by a compelling rationale, and it will deliver at least USD 400 million in synergies; and * Based on historical exchange ratio, the valuation appears reasonable.</i></p>					
2	Approve Matters Relating to the Scheme of Arrangement	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these proposals is considered warranted because: * The transaction is backed by a compelling rationale, and it will deliver at least USD 400 million in synergies; and * Based on historical exchange ratio, the valuation appears reasonable.</i></p>					
3	Approve Transfer of the Company's Category of Listing from a Premium Listing to a Standard Listing	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the resolution is considered warranted, although it is not without concern because: * The move from a Premium to a Standard listing will result in the Company following less stringent UK corporate governance requirements. The main reason for support is: * The move is part of the company's plan to combine with WestRock.</i></p>					
4	Amend Articles of Association	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these proposals is considered warranted because: * The transaction is backed by a compelling rationale, and it will deliver at least USD 400 million in synergies; and * Based on historical exchange ratio, the valuation appears reasonable.</i></p>					
5	Approve Share Capital Reduction of Smurfit WestRock	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted, as no significant concerns have been identified.</i></p>					

Smurfit Kappa Group Plc

Meeting Date: 06/13/2024

Country: Ireland

Ticker: SKG

Record Date: 06/09/2024

Meeting Type: Court

Primary Security ID: 83272W106

Shares Voted: 1,000

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

*Voting Policy Rationale: A vote FOR these proposals is considered warranted because: * The transaction is backed by a compelling rationale, and it will deliver at least USD 400 million in synergies; and * Based on historical exchange ratio, the valuation appears reasonable.*

Tesla, Inc.

Meeting Date: 06/13/2024

Country: USA

Ticker: TSLA

Record Date: 04/15/2024

Meeting Type: Annual

Primary Security ID: 88160R101

Shares Voted: 24,912

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director James Murdoch	Mgmt	For	Against	Against
1b	Elect Director Kimbal Musk	Mgmt	For	Against	Against

*Voting Policy Rationale: A vote AGAINST audit committee member James Murdoch is warranted given concerns about the risk oversight function of the board, in light of the pledging of a significant amount of the company's stock by certain directors and executives. A vote AGAINST incumbent nominating committee member James Murdoch is further warranted for lack of diversity on the board. A vote AGAINST non-independent nominee Kimbal Musk is warranted given the significant concerns the board may suffer from conflicts of interest in scrutinizing individual and corporate performance with executive compensation. Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. Votes AGAINST James Murdoch and Kimbal Musk are further warranted for the following reasons: * Given that board chair, Robyn Denholm, who shoulders the greatest responsibility amongst the board members for failing to effectively supervise the management of risks to the company and its shareholders, is not up for election at this year's annual meeting, all board members should be held accountable for poor board and management oversight of ESG risk exposures at the firm.*

*Voting Policy Rationale: A vote AGAINST audit committee member James Murdoch is warranted given concerns about the risk oversight function of the board, in light of the pledging of a significant amount of the company's stock by certain directors and executives. A vote AGAINST incumbent nominating committee member James Murdoch is further warranted for lack of diversity on the board. A vote AGAINST non-independent nominee Kimbal Musk is warranted given the significant concerns the board may suffer from conflicts of interest in scrutinizing individual and corporate performance with executive compensation. Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. Votes AGAINST James Murdoch and Kimbal Musk are further warranted for the following reasons: * Given that board chair, Robyn Denholm, who shoulders the greatest responsibility amongst the board members for failing to effectively supervise the management of risks to the company and its shareholders, is not up for election at this year's annual meeting, all board members should be held accountable for poor board and management oversight of ESG risk exposures at the firm.*

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. While most NEOs received modest or no compensation for FY23, one executive was granted an outsized, time-based stock option award upon his promotion, the magnitude and design for which are not adequately explained. The grant does not require the achievement of pre-set performance criteria in order to vest and the value is considered to be excessive.</i>				
3	Change State of Incorporation from Delaware to Texas	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, with caution. The process undertaken by the board to reach a decision to reincorporate does leave something to be desired, and there is some acknowledged risk given that Texas business courts are new and have no robust body of legal case law precedents or track record. However, while the board could have provided for a more definitive improvement to the rights of shareholders in conjunction with the proposed reincorporation, it is overall not readily apparent that the rights of shareholders would be materially harmed as a result of the proposed reincorporation.</i>				
4	Ratify Performance Based Stock Options to Elon Musk	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is considered warranted. In re-ratifying the 2018 performance option grant, shareholders have been given a unique opportunity to opine on a granted pay package for a second time, with the full benefit of hindsight in determining if the award was closely aligned with shareholders' interests and if it accomplished the goals the board set out to achieve. Some investors may find the board's argument compelling, that it would be unfair for CEO Musk not to receive the full award, which was previously approved by shareholders, and after achieving the high performance hurdles. However, the concerns raised, both back in 2018 and in the interim, have not been sufficiently mitigated, particularly given that the board has effectively only offered shareholders an "all or nothing" option in this vote. Although the structure of the grant's performance hurdles arguably contributed to, as well as reflect, the company's significant financial growth during the performance period, the total award value remains excessive, even given the company's success. In addition, the grant, in many ways, failed to achieve the board's other original objectives of focusing CEO Musk on the interests of Tesla shareholders, as opposed to other business endeavors, and aligning his financial interests more closely with those of Tesla stockholders. Lastly, there are go-forward concerns that remain unaddressed, including a lack of clarity on the board's plan for Musk's future compensation program and the potential for significant economic dilution.</i>				
5	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 14.06 percent of the fees paid to the auditor are for non-audit purposes.</i>				
6	Declassify the Board of Directors	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that the declassification would enhance board accountability.</i>				
7	Adopt Simple Majority Vote	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that elimination of the supermajority vote requirement would enhance shareholder rights.</i>				
8	Report on Harassment and Discrimination Prevention Efforts	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted, as the company has faced recent attention for allegations of harassment and discrimination in the workplace, and increased transparency would help shareholders assess how the company is managing associated risks.</i>				
9	Adopt a Non-Interference Policy Respecting Freedom of Association	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. In light of the numerous controversies around the topic, and the high profile and increasingly contentious nature of the issue, additional clarity regarding the company's freedom of association policies would better position shareholders to evaluate the company's position.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10	Report on Effects and Risks Associated with Electromagnetic Radiation and Wireless Technologies	SH	Against	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted, for the following reasons: * The scientific evidence suggests that the FCC's regulations around electromagnetic interference are protective of public health; * The company appears to comply with applicable laws; and * This issue may be better addressed through the regulatory process.</i></p>					
11	Assess Feasibility of Including Sustainability as a Performance Measure for Senior Executive Compensation	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted. Incorporating sustainability performance measures as a broader component of executive compensation would serve to further incentivize executives to ensure that company performance on sustainability considerations, alongside financial factors, is appropriately aligned with management's interests, the firm's stated commitments to social responsibility, and long-term corporate strategy.</i></p>					
12	Commit to a Moratorium on Sourcing Minerals from Deep Sea Mining	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, as signing a moratorium on deep sea mining would further strengthen the company's commitment to responsible material sourcing.</i></p>					

The Descartes Systems Group Inc.

Meeting Date: 06/13/2024 Country: Canada Ticker: DSG
 Record Date: 04/26/2024 Meeting Type: Annual
 Primary Security ID: 249906108

Shares Voted: 279

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Deepak Chopra	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i></p>					
1.2	Elect Director Deborah Close	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i></p>					
1.3	Elect Director Eric A. Demirian	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i></p>					
1.4	Elect Director Sandra Hanington	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i></p>					
1.5	Elect Director Kelley Irwin	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i></p>					
1.6	Elect Director Dennis Maple	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i></p>					
1.7	Elect Director Chris Muntwyler	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i></p>					

The Descartes Systems Group Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.8	Elect Director Jane O'Hagan	Mgmt	For	For	For
<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>					
1.9	Elect Director Edward J. Ryan	Mgmt	For	For	For
<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>					
1.10	Elect Director John J. Walker	Mgmt	For	For	For
<i>Voting Policy Rationale: Vote FOR all proposed nominees as no significant concerns have been identified at this time.</i>					
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the total audit fees paid to the auditor are attributable to non-audit fees.</i>					
3	Amend Performance and Restricted Share Unit Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: Based on the Equity Plan Score Card evaluation (EPSC), vote FOR this full-value award plan.</i>					
4	Advisory Vote on Executive Compensation Approach	Mgmt	For	For	For
<i>Voting Policy Rationale: Vote FOR this non-binding advisory resolution. The quantitative pay-for-performance screen has identified a high concern, driven by the company's multiple of peer group median (MOM), which was reduced to a medium after qualitative review.</i>					

W. P. Carey Inc.

Meeting Date: 06/13/2024 **Country:** USA **Ticker:** WPC
Record Date: 03/25/2024 **Meeting Type:** Annual
Primary Security ID: 92936U109

Shares Voted: 5,607

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Mark A. Alexander	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Christopher (Chris) Niehaus, Constantin Beier, Margaret Lewis and Mechthild Talma Stheeman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1b	Elect Director Constantin H. Beier	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Christopher (Chris) Niehaus, Constantin Beier, Margaret Lewis and Mechthild Talma Stheeman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1c	Elect Director Tonit M. Calaway	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Christopher (Chris) Niehaus, Constantin Beier, Margaret Lewis and Mechthild Talma Stheeman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1d	Elect Director Peter J. Farrell	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Christopher (Chris) Niehaus, Constantin Beier, Margaret Lewis and Mechthild Talma Stheeman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

W. P. Carey Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1e	Elect Director Robert J. Flanagan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Christopher (Chris) Niehaus, Constantin Beier, Margaret Lewis and Mechthild Talma Stheeman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Jason E. Fox	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Christopher (Chris) Niehaus, Constantin Beier, Margaret Lewis and Mechthild Talma Stheeman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Rhonda O. Gass	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Christopher (Chris) Niehaus, Constantin Beier, Margaret Lewis and Mechthild Talma Stheeman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Margaret G. Lewis	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Christopher (Chris) Niehaus, Constantin Beier, Margaret Lewis and Mechthild Talma Stheeman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Christopher J. Niehaus	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Christopher (Chris) Niehaus, Constantin Beier, Margaret Lewis and Mechthild Talma Stheeman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Elisabeth T. Stheeman	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Christopher (Chris) Niehaus, Constantin Beier, Margaret Lewis and Mechthild Talma Stheeman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				
3	Amend Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 8.14 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Yelp Inc.

Meeting Date: 06/13/2024

Country: USA

Ticker: YELP

Record Date: 04/15/2024

Meeting Type: Annual

Primary Security ID: 985817105

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Fred D. Anderson, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Diane Irvine, Robert Gibbs, Sharon Rothstein, and Christopher (Chris) Terrill is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Christine Barone	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Diane Irvine, Robert Gibbs, Sharon Rothstein, and Christopher (Chris) Terrill is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Robert Gibbs	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Diane Irvine, Robert Gibbs, Sharon Rothstein, and Christopher (Chris) Terrill is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Diane Irvine	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Diane Irvine, Robert Gibbs, Sharon Rothstein, and Christopher (Chris) Terrill is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Dan Jedda	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Diane Irvine, Robert Gibbs, Sharon Rothstein, and Christopher (Chris) Terrill is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Sharon Rothstein	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Diane Irvine, Robert Gibbs, Sharon Rothstein, and Christopher (Chris) Terrill is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Jeremy Stoppelman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Diane Irvine, Robert Gibbs, Sharon Rothstein, and Christopher (Chris) Terrill is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Chris Terrill	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Diane Irvine, Robert Gibbs, Sharon Rothstein, and Christopher (Chris) Terrill is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Tony Wells	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Diane Irvine, Robert Gibbs, Sharon Rothstein, and Christopher (Chris) Terrill is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 5.32 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; and * The company has not disclosed any risk mitigators, such as a clawback policy, CEO stock ownership guidelines, or stock holding period requirements.</i></p>					

Zoom Video Communications, Inc.

Meeting Date: 06/13/2024 Country: USA Ticker: ZM
 Record Date: 04/15/2024 Meeting Type: Annual
 Primary Security ID: 98980L101

Shares Voted: 3,274

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Jonathan Chadwick	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Daniel (Dan) Scheinman, Jonathan Chadwick, and Cindy Hoots for lack of diversity on the board. In the absence of Nominating Committee members on ballot, WITHHOLD votes are further warranted for director nominees Jonathan Chadwick, Daniel Scheinman, and Cindy Hoots given the board's failure to remove, or subject to a reasonable sunset requirement, the dual-class capital structure, the classified board structure, and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights.</i></p>					
1.2	Elect Director Cindy Hoots	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Daniel (Dan) Scheinman, Jonathan Chadwick, and Cindy Hoots for lack of diversity on the board. In the absence of Nominating Committee members on ballot, WITHHOLD votes are further warranted for director nominees Jonathan Chadwick, Daniel Scheinman, and Cindy Hoots given the board's failure to remove, or subject to a reasonable sunset requirement, the dual-class capital structure, the classified board structure, and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights.</i></p>					
1.3	Elect Director Dan Scheinman	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Daniel (Dan) Scheinman, Jonathan Chadwick, and Cindy Hoots for lack of diversity on the board. In the absence of Nominating Committee members on ballot, WITHHOLD votes are further warranted for director nominees Jonathan Chadwick, Daniel Scheinman, and Cindy Hoots given the board's failure to remove, or subject to a reasonable sunset requirement, the dual-class capital structure, the classified board structure, and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights.</i></p>					
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i></p>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. After last year's say-on-pay proposal received low support, the compensation committee demonstrated only a limited degree of responsiveness to shareholders' concerns. In addition, an unmitigated pay-for-performance misalignment persisted in FY24. The company continues to grant special retention bonuses which lack pre-set performance criteria and vest after just one year. Additionally, the company granted supplemental grants to executives to "make-whole" declines in stock price from the original grant, including multiple awards related to last year's front-loaded "refresh awards," effectively shielding executives from a loss in equity grant value, though the company did make certain positive changes to the pay program going forward.</i></p>					

AppFolio, Inc.

Meeting Date: 06/14/2024

Country: USA

Ticker: APPF

Record Date: 04/17/2024

Meeting Type: Annual

Primary Security ID: 03783C100

Shares Voted: 61

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Timothy Bliss	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for Governance Committee members Timothy Bliss and Winifred (Wendy) Webb given the board's failure to remove, or subject to a sunset requirement, the multi-class capital structure, the supermajority vote requirement to enact certain changes to the governing documents, and the classified board structure, each of which adversely impacts shareholder rights. A vote FOR remaining director nominee William Shane Trigg is warranted.</i>				
1.2	Elect Director Shane Trigg	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for Governance Committee members Timothy Bliss and Winifred (Wendy) Webb given the board's failure to remove, or subject to a sunset requirement, the multi-class capital structure, the supermajority vote requirement to enact certain changes to the governing documents, and the classified board structure, each of which adversely impacts shareholder rights. A vote FOR remaining director nominee William Shane Trigg is warranted.</i>				
1.3	Elect Director Winifred Webb	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for Governance Committee members Timothy Bliss and Winifred (Wendy) Webb given the board's failure to remove, or subject to a sunset requirement, the multi-class capital structure, the supermajority vote requirement to enact certain changes to the governing documents, and the classified board structure, each of which adversely impacts shareholder rights. A vote FOR remaining director nominee William Shane Trigg is warranted.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.42 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: A WITHHOLD vote is warranted. The STI and LTI programs were identical, based on overlapping performance metrics with no targets or actual performance disclosed. The CEO also received a large one-time promotional award entirely in time-vested stock options. A WITHHOLD vote is further warranted because the company has not disclosed any short- and long-term E&S performance incentives, and the company has not disclosed any risk mitigators, such as a clawback policy, CEO stock ownership guidelines, or stock holding period requirements.</i>				
4	Approve Omnibus Stock Plan	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), WITHHOLD votes are warranted for this proposal due to the following key factors: * The equity program is estimated to be excessively dilutive (overriding factor); * The plan contains an evergreen feature (overriding factor); * The plan cost is excessive; * The estimated duration of available and proposed shares exceeds six years; * The disclosure of change-in-control ("CIC") vesting treatment is incomplete (or is otherwise considered discretionary); * The plan permits liberal recycling of shares; and * The plan allows broad discretion to accelerate vesting.</i>				
5	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for this proposal given that the shares reserved under the plan, including the evergreen shares, would cause excessive voting power dilution.</i>				

Coinbase Global, Inc.

Meeting Date: 06/14/2024

Country: USA

Ticker: COIN

Record Date: 04/19/2024

Meeting Type: Annual

Primary Security ID: 19260Q107

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Brian Armstrong	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Marc Andreessen and Gokul Rajaram for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee members Marc Andreessen and Gokul Rajaram given the board's failure to remove, or subject to a sunset requirement, the dual-class capital structure, the pop-up classified board, and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for Frederick (Fred) Ehrsam III for serving as a non-independent member of a key board committee. WITHHOLD votes are warranted for Brian Armstrong as his ownership of the supervoting shares provide him with voting power control of the company. In the absence of a say-on-pay proposal, WITHHOLD votes are warranted for Compensation Committee members Fred Wilson, Kelly Kramer, and Gokul Rajaram. The company provided the CEO a security-related perquisite that significantly exceeded the median of the Russell 3000 Index without disclosing sufficient rationale. Votes FOR director nominee Tobias Lutke are warranted at this time.</i></p>				
1.2	Elect Director Marc L. Andreessen	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Marc Andreessen and Gokul Rajaram for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee members Marc Andreessen and Gokul Rajaram given the board's failure to remove, or subject to a sunset requirement, the dual-class capital structure, the pop-up classified board, and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for Frederick (Fred) Ehrsam III for serving as a non-independent member of a key board committee. WITHHOLD votes are warranted for Brian Armstrong as his ownership of the supervoting shares provide him with voting power control of the company. In the absence of a say-on-pay proposal, WITHHOLD votes are warranted for Compensation Committee members Fred Wilson, Kelly Kramer, and Gokul Rajaram. The company provided the CEO a security-related perquisite that significantly exceeded the median of the Russell 3000 Index without disclosing sufficient rationale. Votes FOR director nominee Tobias Lutke are warranted at this time.</i></p>				
1.3	Elect Director Frederick Ernest Ehrsam, III	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Marc Andreessen and Gokul Rajaram for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee members Marc Andreessen and Gokul Rajaram given the board's failure to remove, or subject to a sunset requirement, the dual-class capital structure, the pop-up classified board, and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for Frederick (Fred) Ehrsam III for serving as a non-independent member of a key board committee. WITHHOLD votes are warranted for Brian Armstrong as his ownership of the supervoting shares provide him with voting power control of the company. In the absence of a say-on-pay proposal, WITHHOLD votes are warranted for Compensation Committee members Fred Wilson, Kelly Kramer, and Gokul Rajaram. The company provided the CEO a security-related perquisite that significantly exceeded the median of the Russell 3000 Index without disclosing sufficient rationale. Votes FOR director nominee Tobias Lutke are warranted at this time.</i></p>				
1.4	Elect Director Kelly A. Kramer	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Marc Andreessen and Gokul Rajaram for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee members Marc Andreessen and Gokul Rajaram given the board's failure to remove, or subject to a sunset requirement, the dual-class capital structure, the pop-up classified board, and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for Frederick (Fred) Ehrsam III for serving as a non-independent member of a key board committee. WITHHOLD votes are warranted for Brian Armstrong as his ownership of the supervoting shares provide him with voting power control of the company. In the absence of a say-on-pay proposal, WITHHOLD votes are warranted for Compensation Committee members Fred Wilson, Kelly Kramer, and Gokul Rajaram. The company provided the CEO a security-related perquisite that significantly exceeded the median of the Russell 3000 Index without disclosing sufficient rationale. Votes FOR director nominee Tobias Lutke are warranted at this time.</i></p>				

Coinbase Global, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.5	Elect Director Tobias Lutke	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Marc Andreessen and Gokul Rajaram for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee members Marc Andreessen and Gokul Rajaram given the board's failure to remove, or subject to a sunset requirement, the dual-class capital structure, the pop-up classified board, and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for Frederick (Fred) Ehrsam III for serving as a non-independent member of a key board committee. WITHHOLD votes are warranted for Brian Armstrong as his ownership of the supervoting shares provide him with voting power control of the company. In the absence of a say-on-pay proposal, WITHHOLD votes are warranted for Compensation Committee members Fred Wilson, Kelly Kramer, and Gokul Rajaram. The company provided the CEO a security-related perquisite that significantly exceeded the median of the Russell 3000 Index without disclosing sufficient rationale. Votes FOR director nominee Tobias Lutke are warranted at this time.</i></p>				
1.6	Elect Director Gokul Rajaram	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Marc Andreessen and Gokul Rajaram for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee members Marc Andreessen and Gokul Rajaram given the board's failure to remove, or subject to a sunset requirement, the dual-class capital structure, the pop-up classified board, and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for Frederick (Fred) Ehrsam III for serving as a non-independent member of a key board committee. WITHHOLD votes are warranted for Brian Armstrong as his ownership of the supervoting shares provide him with voting power control of the company. In the absence of a say-on-pay proposal, WITHHOLD votes are warranted for Compensation Committee members Fred Wilson, Kelly Kramer, and Gokul Rajaram. The company provided the CEO a security-related perquisite that significantly exceeded the median of the Russell 3000 Index without disclosing sufficient rationale. Votes FOR director nominee Tobias Lutke are warranted at this time.</i></p>				
1.7	Elect Director Fred Wilson	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Marc Andreessen and Gokul Rajaram for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee members Marc Andreessen and Gokul Rajaram given the board's failure to remove, or subject to a sunset requirement, the dual-class capital structure, the pop-up classified board, and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for Frederick (Fred) Ehrsam III for serving as a non-independent member of a key board committee. WITHHOLD votes are warranted for Brian Armstrong as his ownership of the supervoting shares provide him with voting power control of the company. In the absence of a say-on-pay proposal, WITHHOLD votes are warranted for Compensation Committee members Fred Wilson, Kelly Kramer, and Gokul Rajaram. The company provided the CEO a security-related perquisite that significantly exceeded the median of the Russell 3000 Index without disclosing sufficient rationale. Votes FOR director nominee Tobias Lutke are warranted at this time.</i></p>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.20 percent of the fees paid to the auditor are for non-audit purposes.</i></p>				

DXP Enterprises, Inc.

Meeting Date: 06/14/2024 **Country:** USA **Ticker:** DXPE
Record Date: 04/19/2024 **Meeting Type:** Annual
Primary Security ID: 233377407

Shares Voted: 1,182

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director David R. Little	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Timothy (Tim) Halter, Karen Hoffman, Joseph Mannes, and David Patton for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>				

DXP Enterprises, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director Kent Yee	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Timothy (Tim) Halter, Karen Hoffman, Joseph Mannes, and David Patton for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Joseph R. Mannes	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Timothy (Tim) Halter, Karen Hoffman, Joseph Mannes, and David Patton for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Timothy P. Halter	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Timothy (Tim) Halter, Karen Hoffman, Joseph Mannes, and David Patton for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director David Patton	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Timothy (Tim) Halter, Karen Hoffman, Joseph Mannes, and David Patton for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Karen Hoffman	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Timothy (Tim) Halter, Karen Hoffman, Joseph Mannes, and David Patton for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; and * The company provides for excise tax-gross ups in existing agreements.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				

Eisai Co., Ltd.

Meeting Date: 06/14/2024

Country: Japan

Ticker: 4523

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J12852117

Shares Voted: 2,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Naito, Haruo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.2	Elect Director Miwa, Yumiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Eisai Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Director Ike, Fumihiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.4	Elect Director Kato, Yoshiteru	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.5	Elect Director Miura, Ryota	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.6	Elect Director Kato, Hiroyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.7	Elect Director Richard Thornley	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.8	Elect Director Moriyama, Toru	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.9	Elect Director Yasuda, Yuko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.10	Elect Director Kanai, Takuji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.11	Elect Director Takahashi, Kenta	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Fortinet, Inc.

Meeting Date: 06/14/2024 **Country:** USA **Ticker:** FTNT
Record Date: 04/22/2024 **Meeting Type:** Annual
Primary Security ID: 34959E109

Shares Voted: 14,202

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Ken Xie	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Judith Sim, William Neukom, and James (Jim) Stavridis is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Michael Xie	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Judith Sim, William Neukom, and James (Jim) Stavridis is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Kenneth A. Goldman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Judith Sim, William Neukom, and James (Jim) Stavridis is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Fortinet, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.4	Elect Director Ming Hsieh	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Judith Sim, William Neukom, and James (Jim) Stavridis is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Jean Hu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Judith Sim, William Neukom, and James (Jim) Stavridis is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director William H. Neukom	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Judith Sim, William Neukom, and James (Jim) Stavridis is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Judith Sim	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Judith Sim, William Neukom, and James (Jim) Stavridis is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director James Stavridis	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Judith Sim, William Neukom, and James (Jim) Stavridis is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director Mary Agnes "Maggie" Wilderotter	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Judith Sim, William Neukom, and James (Jim) Stavridis is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 14.98 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; and * The company has not disclosed any risk mitigators, such as a clawback policy, CEO stock ownership guidelines, or stock holding period requirements.</i>				

Hankyu Hanshin Holdings, Inc.

Meeting Date: 06/14/2024

Country: Japan

Ticker: 9042

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J18439109

Shares Voted: 1,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 30	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				

Hankyu Hanshin Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.1	Elect Director Sumi, Kazuo	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * The nominee, as a long-time top executive, should be considered accountable for the company's failure to have established an appropriate system to prevent the death of a performer in the Takarazuka Revue, although the company had received recommendations for correction from labor authorities four times since 2000.</i>				
2.2	Elect Director Shimada, Yasuo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Kusu, Yusuke	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Endo, Noriko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Tsuru, Yuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Kobayashi, Mitsuyoshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Shimatani, Yoshishige	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Araki, Naoya	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.1	Elect Director and Audit Committee Member Komiyama, Michiari	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.2	Elect Director and Audit Committee Member Takahashi, Yuko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.3	Elect Director and Audit Committee Member Hashimoto, Kazunori	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4	Elect Alternate Director and Audit Committee Member Tsuru, Yuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

IDEC Corp.

Meeting Date: 06/14/2024

Country: Japan

Ticker: 6652

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J23274111

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Funaki, Toshiyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.2	Elect Director Funaki, Mikio	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.3	Elect Director Yamamoto, Takuji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.4	Elect Director Funaki, Takao	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.5	Elect Director Kobayashi, Hiroshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.6	Elect Director Okubo, Hideyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.7	Elect Director Sugiyama, Mariko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.1	Elect Director and Audit Committee Member Himejiwa, Yasuo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director and Audit Committee Member Kanai, Michiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director and Audit Committee Member Nakajima, Eri	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3	Elect Alternate Director and Audit Committee Member Iyomasa, Motoharu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4	Approve Stock Option Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this stock option plan is warranted because: * This plan is likely to help sharpen recipients' focus on share price performance and align their interests more closely with those of shareholders.</i>				

KEYENCE Corp.

Meeting Date: 06/14/2024

Country: Japan

Ticker: 6861

Record Date: 03/20/2024

Meeting Type: Annual

Primary Security ID: J32491102

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 150	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Takizaki, Takemitsu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Nakata, Yu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Yamaguchi, Akiji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Yamamoto, Hiroaki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Nakano, Tetsuya	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Yamamoto, Akinori	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Taniguchi, Seiichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Suenaga, Kumiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.9	Elect Director Yoshioka, Michifumi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.1	Appoint Statutory Auditor Indo, Hiroji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.2	Appoint Statutory Auditor Daiho, Masaji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4	Appoint Alternate Statutory Auditor Yamamoto, Masaharu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Meeting Date: 06/14/2024

Country: Cayman Islands

Ticker: 3690

Record Date: 06/07/2024

Meeting Type: Annual

Primary Security ID: G59669104

Shares Voted: 46,220

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR this resolution is warranted.</i>				
2	Elect Wang Xing as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the election of Wang Xing and Mu Rongjun is warranted given that their failure to ensure the company's compliance with relevant laws and regulations raise serious concerns on their ability to fulfill their fiduciary duties in the company.</i>				
3	Elect Mu Rongjun as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the election of Wang Xing and Mu Rongjun is warranted given that their failure to ensure the company's compliance with relevant laws and regulations raise serious concerns on their ability to fulfill their fiduciary duties in the company.</i>				
4	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: Director fees at Hong Kong-listed companies are usually reasonable. In the absence of known concerns over director remuneration at the company, a vote FOR this proposal is warranted.</i>				
5	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights for Class B Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted for the following: * The share issuance limit is 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has specified a discount limit which is 10 percent for issuance for cash and non-cash consideration.</i>				
6	Authorize Repurchase of Issued Share Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted given the absence of any known issues concerning the proposed Class B Shares repurchase.</i>				
7	Approve PricewaterhouseCoopers as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the audit firm, its remuneration, and the way the audit was conducted.</i>				
8	Amend Existing Articles of Association and Adopt Eighth Amended and Restated Memorandum of Association and Articles of Association	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that the amendments are mainly proposed to reflect the company's current circumstances and are made on the basis of the relevant laws and regulations governing the company.</i>				

Regeneron Pharmaceuticals, Inc.

Meeting Date: 06/14/2024

Country: USA

Ticker: REGN

Record Date: 04/16/2024

Meeting Type: Annual

Primary Security ID: 75886F107

Shares Voted: 1,123

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director N. Anthony Coles	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Arthur Ryan is warranted for lack of diversity on the board. A vote AGAINST Arthur Ryan, the governance committee chair and sole governance committee member standing for election, is further warranted given the board's failure to remove or subject to a reasonable sunset requirement the company's dual-class capital structure. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Kathryn Guarini	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Arthur Ryan is warranted for lack of diversity on the board. A vote AGAINST Arthur Ryan, the governance committee chair and sole governance committee member standing for election, is further warranted given the board's failure to remove or subject to a reasonable sunset requirement the company's dual-class capital structure. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Arthur F. Ryan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Arthur Ryan is warranted for lack of diversity on the board. A vote AGAINST Arthur Ryan, the governance committee chair and sole governance committee member standing for election, is further warranted given the board's failure to remove or subject to a reasonable sunset requirement the company's dual-class capital structure. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director David P. Schenkein	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Arthur Ryan is warranted for lack of diversity on the board. A vote AGAINST Arthur Ryan, the governance committee chair and sole governance committee member standing for election, is further warranted given the board's failure to remove or subject to a reasonable sunset requirement the company's dual-class capital structure. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director George L. Sing	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Arthur Ryan is warranted for lack of diversity on the board. A vote AGAINST Arthur Ryan, the governance committee chair and sole governance committee member standing for election, is further warranted given the board's failure to remove or subject to a reasonable sunset requirement the company's dual-class capital structure. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, although concerns are noted. Short-term incentive payouts were determined by the committee's subjective assessment and long-term incentives lacked performance conditions. While pay and performance were reasonably aligned during the year-in-review, continued monitoring of the company's compensation practices is warranted.</i>				
4	Adopt Simple Majority Vote	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that elimination of the supermajority vote requirement enhances shareholder rights.</i>				

Shizuoka Financial Group, Inc.

Meeting Date: 06/14/2024

Country: Japan

Ticker: 5831

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J74446105

Shares Voted: 66,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 22	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Nakanishi, Katsunori	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's unfavorable ROE performance. * Top management is responsible for the company's capital misallocation.</i>				
2.2	Elect Director Shibata, Hisashi	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's unfavorable ROE performance. * Top management is responsible for the company's capital misallocation.</i>				
2.3	Elect Director Yagi, Minoru	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Fukushima, Yutaka	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Fujisawa, Kumi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Inano, Kazutoshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful because outside directors are not required in the category of "directors who are not audit committee members."</i>				
3.1	Elect Director and Audit Committee Member Kiyokawa, Koichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.2	Elect Director and Audit Committee Member Ito, Motoshige	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.3	Elect Director and Audit Committee Member Tsubochi, Kazuto	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.4	Elect Director and Audit Committee Member Ushio, Naomi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Voltronic Power Technology Corp.

Meeting Date: 06/14/2024

Country: Taiwan

Ticker: 6409

Record Date: 04/15/2024

Meeting Type: Annual

Primary Security ID: Y937BE103

Shares Voted: 10,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Business Report and Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for this routine resolution because no concerns have been identified.</i>				
2	Approve Plan on Profit Distribution	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the proposed payout is considered reasonable.</i>				
3	Approve Cash Distribution from Capital Reserve	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the proposed payout is considered reasonable.</i>				
	ELECT NON-INDEPENDENT DIRECTORS AND INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt			
4.1	Elect HSIEH CHUO MING, with Shareholder No. 0000001, as Non-Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
4.2	Elect CHEN TSUI FANG, a Representative of OPEN GREAT INTERNATIONAL INVESTMENT LIMITED COMPANY with Shareholder No. 0000003, as Non-Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
4.3	Elect CHENG YA JEN, a Representative of FSP TECHNOLOGY INC. with Shareholder No. 0000007, as Non-Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
4.4	Elect PASSUELLO FABIO, with Shareholder No. YB4492XXX, as Non-Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
4.5	Elect LI CHIEN JAN, with Shareholder No. F122404XXX, as Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				

Voltronic Power Technology Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.6	Elect WANG HSIU CHI, with Shareholder No. N200364XXX, as Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
4.7	Elect SAM HO, with Shareholder No. F126520XXX, as Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
4.8	Elect LIAO KUEI FANG, with Shareholder No. H220375XXX, as Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
5	Approve Release of Restrictions of Competitive Activities of Newly Appointed Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because sufficient details have been provided regarding the proposal and no significant concern relating to outside board positions has been identified.</i>				

Simplex Holdings, Inc.

Meeting Date: 06/16/2024 **Country:** Japan **Ticker:** 4373
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J7550Z101

Shares Voted: 1,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Kaneko, Hideki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.2	Elect Director Sukema, Kozo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.3	Elect Director Soda, Masataka	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.4	Elect Director Enosawa, Keisuke	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.1	Elect Director and Audit Committee Member Akiyama, Ryozo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Simplex Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.2	Elect Director and Audit Committee Member Ogasawara, Noriyuki	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * This outside director candidate who will be an audit committee member lacks independence.</i>					
2.3	Elect Director and Audit Committee Member Hamanishi, Yasuto	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * This outside director candidate who will be an audit committee member lacks independence.</i>					

Asana, Inc.

Meeting Date: 06/17/2024 **Country:** USA **Ticker:** ASAN
Record Date: 04/19/2024 **Meeting Type:** Annual
Primary Security ID: 04342Y104

Shares Voted: 1,774

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Matthew Cohler	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Matthew (Matt) Cohler for lack of diversity on the board. WITHHOLD votes are further warranted for governance committee member Matthew (Matt) Cohler given the board's failure to remove, or subject to a sunset requirement, the multi-class capital structure, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. WITHHOLD votes are also warranted for Dustin Moskowitz as his ownership of the supervoting shares provides him with voting power control of the company.</i>					
1.2	Elect Director Dustin Moskowitz	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Matthew (Matt) Cohler for lack of diversity on the board. WITHHOLD votes are further warranted for governance committee member Matthew (Matt) Cohler given the board's failure to remove, or subject to a sunset requirement, the multi-class capital structure, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. WITHHOLD votes are also warranted for Dustin Moskowitz as his ownership of the supervoting shares provides him with voting power control of the company.</i>					
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 4.37 percent of the fees paid to the auditor are for non-audit purposes.</i>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>					

Daiichi Sankyo Co., Ltd.

Meeting Date: 06/17/2024 **Country:** Japan **Ticker:** 4568
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J11257102

Daiichi Sankyo Co., Ltd.

Shares Voted: 27,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 30	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Manabe, Sunao	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Okuzawa, Hiroyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Hirashima, Shoji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Fukuoka, Takashi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Kama, Kazuaki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Nohara, Sawako	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Komatsu, Yasuhiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Nishii, Takaaki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.9	Elect Director Matsumoto, Takashi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.10	Elect Director Homma, Yo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Flat Glass Group Co., Ltd.

Meeting Date: 06/17/2024

Country: China

Ticker: 6865

Record Date: 06/11/2024

Meeting Type: Annual

Primary Security ID: Y2575W103

Shares Voted: 84,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	AGM BALLOT FOR HOLDERS OF H SHARES	Mgmt			

Flat Glass Group Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Report of the Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				
2	Approve Report of the Supervisory Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				
3	Approve Audited Consolidated Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				
4	Approve Annual Report and Annual Results	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				
5	Approve Final Accounts Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				
6	Approve Financial Budget Report	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted given the lack of disclosure.</i>				
7	Approve Profit Distribution Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted given that this is a reasonable request that is made in line with applicable laws in China.</i>				
8	Approve Deloitte Touche Tohmatsu Certified Public Accountants LLP in the PRC as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the audit firm, its remuneration, and the way the audit was conducted.</i>				
9	Approve Remuneration of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: Director and supervisor remuneration at Hong Kong-listed companies are usually reasonable. In the absence of known concerns over director and supervisor remuneration at the company, a vote FOR these proposals is warranted.</i>				
10	Approve Remuneration of Supervisors	Mgmt	For	For	For
	<i>Voting Policy Rationale: Director and supervisor remuneration at Hong Kong-listed companies are usually reasonable. In the absence of known concerns over director and supervisor remuneration at the company, a vote FOR these proposals is warranted.</i>				
11	Approve Environmental, Social and Governance Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				

Flat Glass Group Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
12	Approve Provision of Guarantees for Its Potential Credit Facility and Related Transactions	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted as the company has failed to disclose pertinent details regarding this proposal such as the shareholdings of the company in its subsidiaries receiving the guarantee.</i>				
13	Approve Grant of General Mandate to the Board and Authorized Persons to Repurchase H Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted given the absence of any known issues concerning the proposed H share repurchase.</i>				
14	Approve Implementation of Daily Related Party Transactions for 2023 and the Estimate on Daily Related Party Transactions for 2024	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that the transactions to be contemplated under this proposal are within the ordinary and usual course of the company's business and are on normal commercial terms.</i>				
15	Approve Changes of Registered Capital and Amend Articles of Association	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR Item 15 is warranted given that the proposed amendments are mainly intended to reflect the company's current circumstances and present-day share capital structure. A vote AGAINST Items 16 and 17 is warranted given that: * the proposed Articles amendments are not considered to adequately provide for accountability and transparency to shareholders; and * the proposed amendments to the Articles and Meeting Rules would include the removal of the class meeting requirement which would reduce the safeguards available to shareholders and would limit the ability of a particular class of shareholders to reject proposals that could result to unfavorable outcomes for minority shareholders.</i>				
16	Authorize Board to Make Changes in Industrial and Commercial Registration and Make Relevant Adjustments and Revision to the Articles of Association	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote FOR Item 15 is warranted given that the proposed amendments are mainly intended to reflect the company's current circumstances and present-day share capital structure. A vote AGAINST Items 16 and 17 is warranted given that: * the proposed Articles amendments are not considered to adequately provide for accountability and transparency to shareholders; and * the proposed amendments to the Articles and Meeting Rules would include the removal of the class meeting requirement which would reduce the safeguards available to shareholders and would limit the ability of a particular class of shareholders to reject proposals that could result to unfavorable outcomes for minority shareholders.</i>				
17	Amend Rules of Procedures of General Meetings	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote FOR Item 15 is warranted given that the proposed amendments are mainly intended to reflect the company's current circumstances and present-day share capital structure. A vote AGAINST Items 16 and 17 is warranted given that: * the proposed Articles amendments are not considered to adequately provide for accountability and transparency to shareholders; and * the proposed amendments to the Articles and Meeting Rules would include the removal of the class meeting requirement which would reduce the safeguards available to shareholders and would limit the ability of a particular class of shareholders to reject proposals that could result to unfavorable outcomes for minority shareholders.</i>				

Flat Glass Group Co., Ltd.

Meeting Date: 06/17/2024

Country: China

Ticker: 6865

Record Date: 06/11/2024

Meeting Type: Special

Primary Security ID: Y2575W103

Flat Glass Group Co., Ltd.

Shares Voted: 84,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	CLASS MEETING FOR HOLDERS OF H SHARES Approve Grant of General Mandate to the Board and Authorized Persons to Repurchase H Shares	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted given the absence of any known issues concerning the proposed H share repurchase.</i></p>					
2	Approve Changes of Registered Capital and Amend Articles of Association	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR Item 2 is warranted given that the proposed amendments are mainly intended to reflect the company's current circumstances and present-day share capital structure. A vote AGAINST Items 3 and 4 is warranted given that: * the proposed Articles amendments are not considered to adequately provide for accountability and transparency to shareholders; and * the proposed amendments to the Articles and Meeting Rules would include the removal of the class meeting requirement which would reduce the safeguards available to shareholders and would limit the ability of a particular class of shareholders to reject proposals that could result to unfavorable outcomes for minority shareholders.</i></p>					
3	Authorize Board to Make Changes in Industrial and Commercial Registration and Make Relevant Adjustments and Revision to the Articles of Association	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote FOR Item 2 is warranted given that the proposed amendments are mainly intended to reflect the company's current circumstances and present-day share capital structure. A vote AGAINST Items 3 and 4 is warranted given that: * the proposed Articles amendments are not considered to adequately provide for accountability and transparency to shareholders; and * the proposed amendments to the Articles and Meeting Rules would include the removal of the class meeting requirement which would reduce the safeguards available to shareholders and would limit the ability of a particular class of shareholders to reject proposals that could result to unfavorable outcomes for minority shareholders.</i></p>					
4	Amend Rules of Procedures of General Meetings	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote FOR Item 2 is warranted given that the proposed amendments are mainly intended to reflect the company's current circumstances and present-day share capital structure. A vote AGAINST Items 3 and 4 is warranted given that: * the proposed Articles amendments are not considered to adequately provide for accountability and transparency to shareholders; and * the proposed amendments to the Articles and Meeting Rules would include the removal of the class meeting requirement which would reduce the safeguards available to shareholders and would limit the ability of a particular class of shareholders to reject proposals that could result to unfavorable outcomes for minority shareholders.</i></p>					

Flat Glass Group Co., Ltd.

Meeting Date: 06/17/2024

Country: China

Ticker: 6865

Record Date: 06/11/2024

Meeting Type: Annual

Primary Security ID: Y2575W103

Shares Voted: 14,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	AGM BALLOT FOR HOLDERS OF A SHARES	Mgmt			

Flat Glass Group Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Report of the Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				
2	Approve Report of the Supervisory Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				
3	Approve Audited Consolidated Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				
4	Approve Annual Report and Annual Results	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				
5	Approve Final Accounts Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				
6	Approve Financial Budget Report	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted given the lack of disclosure.</i>				
7	Approve Profit Distribution Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted given that this is a reasonable request that is made in line with applicable laws in China.</i>				
8	Approve Deloitte Touche Tohmatsu Certified Public Accountants LLP in the PRC as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the audit firm, its remuneration, and the way the audit was conducted.</i>				
9	Approve Remuneration of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: Director and supervisor remuneration at Hong Kong-listed companies are usually reasonable. In the absence of known concerns over director and supervisor remuneration at the company, a vote FOR these proposals is warranted.</i>				
10	Approve Remuneration of Supervisors	Mgmt	For	For	For
	<i>Voting Policy Rationale: Director and supervisor remuneration at Hong Kong-listed companies are usually reasonable. In the absence of known concerns over director and supervisor remuneration at the company, a vote FOR these proposals is warranted.</i>				
11	Approve Environmental, Social and Governance Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				

Flat Glass Group Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
12	Approve Provision of Guarantees for Its Potential Credit Facility and Related Transactions	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted as the company has failed to disclose pertinent details regarding this proposal such as the shareholdings of the company in its subsidiaries receiving the guarantee.</i>				
13	Approve Grant of General Mandate to the Board and Authorized Persons to Repurchase H Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted given the absence of any known issues concerning the proposed H share repurchase.</i>				
14	Approve Implementation of Daily Related Party Transactions for 2023 and the Estimate on Daily Related Party Transactions for 2024	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that the transactions to be contemplated under this proposal are within the ordinary and usual course of the company's business and are on normal commercial terms.</i>				
15	Approve Changes of Registered Capital and Amend Articles of Association	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR Item 15 is warranted given that the proposed amendments are mainly intended to reflect the company's current circumstances and present-day share capital structure. A vote AGAINST Items 16 and 17 is warranted given that: * the proposed Articles amendments are not considered to adequately provide for accountability and transparency to shareholders; and * the proposed amendments to the Articles and Meeting Rules would include the removal of the class meeting requirement which would reduce the safeguards available to shareholders and would limit the ability of a particular class of shareholders to reject proposals that could result to unfavorable outcomes for minority shareholders.</i>				
16	Authorize Board to Make Changes in Industrial and Commercial Registration and Make Relevant Adjustments and Revision to the Articles of Association	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote FOR Item 15 is warranted given that the proposed amendments are mainly intended to reflect the company's current circumstances and present-day share capital structure. A vote AGAINST Items 16 and 17 is warranted given that: * the proposed Articles amendments are not considered to adequately provide for accountability and transparency to shareholders; and * the proposed amendments to the Articles and Meeting Rules would include the removal of the class meeting requirement which would reduce the safeguards available to shareholders and would limit the ability of a particular class of shareholders to reject proposals that could result to unfavorable outcomes for minority shareholders.</i>				
17	Amend Rules of Procedures of General Meetings	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote FOR Item 15 is warranted given that the proposed amendments are mainly intended to reflect the company's current circumstances and present-day share capital structure. A vote AGAINST Items 16 and 17 is warranted given that: * the proposed Articles amendments are not considered to adequately provide for accountability and transparency to shareholders; and * the proposed amendments to the Articles and Meeting Rules would include the removal of the class meeting requirement which would reduce the safeguards available to shareholders and would limit the ability of a particular class of shareholders to reject proposals that could result to unfavorable outcomes for minority shareholders.</i>				

Flat Glass Group Co., Ltd.

Meeting Date: 06/17/2024

Country: China

Ticker: 6865

Record Date: 06/11/2024

Meeting Type: Special

Primary Security ID: Y2575W103

Flat Glass Group Co., Ltd.

Shares Voted: 14,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	CLASS MEETING FOR HOLDERS OF A SHARES Approve Grant of General Mandate to the Board and Authorized Persons to Repurchase H Shares	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted given the absence of any known issues concerning the proposed H share repurchase.</i>					
2	Approve Changes of Registered Capital and Amend Articles of Association	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR Item 2 is warranted given that the proposed amendments are mainly intended to reflect the company's current circumstances and present-day share capital structure. A vote AGAINST Items 3 and 4 is warranted given that: * the proposed Articles amendments are not considered to adequately provide for accountability and transparency to shareholders; and * the proposed amendments to the Articles and Meeting Rules would include the removal of the class meeting requirement which would reduce the safeguards available to shareholders and would limit the ability of a particular class of shareholders to reject proposals that could result to unfavorable outcomes for minority shareholders.</i>					
3	Authorize Board to Make Changes in Industrial and Commercial Registration and Make Relevant Adjustments and Revision to the Articles of Association	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote FOR Item 2 is warranted given that the proposed amendments are mainly intended to reflect the company's current circumstances and present-day share capital structure. A vote AGAINST Items 3 and 4 is warranted given that: * the proposed Articles amendments are not considered to adequately provide for accountability and transparency to shareholders; and * the proposed amendments to the Articles and Meeting Rules would include the removal of the class meeting requirement which would reduce the safeguards available to shareholders and would limit the ability of a particular class of shareholders to reject proposals that could result to unfavorable outcomes for minority shareholders.</i>					
4	Amend Rules of Procedures of General Meetings	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote FOR Item 2 is warranted given that the proposed amendments are mainly intended to reflect the company's current circumstances and present-day share capital structure. A vote AGAINST Items 3 and 4 is warranted given that: * the proposed Articles amendments are not considered to adequately provide for accountability and transparency to shareholders; and * the proposed amendments to the Articles and Meeting Rules would include the removal of the class meeting requirement which would reduce the safeguards available to shareholders and would limit the ability of a particular class of shareholders to reject proposals that could result to unfavorable outcomes for minority shareholders.</i>					

JAPAN POST INSURANCE Co., Ltd.

Meeting Date: 06/17/2024

Country: Japan

Ticker: 7181

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J2800E107

Shares Voted: 1,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Tanigaki, Kunio	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

JAPAN POST INSURANCE Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director Onishi, Toru	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.3	Elect Director Nara, Tomoaki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.4	Elect Director Masuda, Hiroya	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.5	Elect Director Suzuki, Masako	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.6	Elect Director Harada, Kazuyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.7	Elect Director Tonosu, Kaori	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.8	Elect Director Tomii, Satoshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.9	Elect Director Shingu, Yuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.10	Elect Director Omachi, Reiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.11	Elect Director Yamana, Shoei	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

LONGi Green Energy Technology Co., Ltd.

Meeting Date: 06/17/2024 **Country:** China **Ticker:** 601012
Record Date: 06/12/2024 **Meeting Type:** Annual
Primary Security ID: Y9727F102

Shares Voted: 78,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Report of the Board of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
2	Approve Report of the Board of Supervisors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
3	Approve Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				

LONGi Green Energy Technology Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Approve Annual Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
5	Approve Report of the Independent Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
6	Approve Profit Distribution	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the proposed dividend payout is considered reasonable.</i>				
7	Approve to Appoint Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
8	Approve Amendments to Articles of Association	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
9	Elect Li Meicheng as Independent Director	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR the nominee is warranted given the absence of any known issues concerning the nominee.</i>				
10	Approve Corporate Bond Issuance	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because the proposal serves to facilitate the company's business development and day-to-day operations.</i>				

Yadea Group Holdings Ltd.

Meeting Date: 06/17/2024 **Country:** Cayman Islands **Ticker:** 1585
Record Date: 06/11/2024 **Meeting Type:** Annual
Primary Security ID: G9830F106

Shares Voted: 110,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR this resolution is warranted.</i>				
2	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine dividend proposal.</i>				
3A1	Elect Shen Yu as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>				
3A2	Elect Wong Lung Ming as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>				

Yadea Group Holdings Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3A3	Elect Chen Mingyu as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>				
3A4	Elect Ma Chenguang as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>				
3A5	Elect Liang Qin as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>				
3B	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: Director fees at Hong Kong-listed companies are usually reasonable. In the absence of known concerns over director remuneration at the company, a vote FOR this proposal is warranted.</i>				
4	Approve PricewaterhouseCoopers as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the audit firm, its remuneration, and the way the audit was conducted.</i>				
5A	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST these resolutions is warranted for the following: * The aggregate share issuance limit is greater than 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has not specified the discount limit for issuance for cash and non-cash consideration.</i>				
5B	Authorize Repurchase of Issued Share Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted given the absence of any known issues concerning the proposed share repurchase.</i>				
5C	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST these resolutions is warranted for the following: * The aggregate share issuance limit is greater than 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has not specified the discount limit for issuance for cash and non-cash consideration.</i>				
6	Adopt New Share Option Scheme and Scheme Mandate Limit	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted because: * The company could be considered a mature company, and the limit under the proposed 2024 SOS, together with other share incentive schemes of the company, exceeds 5 percent of the company's issued capital. * Performance conditions and meaningful vesting periods have not been disclosed. * The directors eligible to receive options under the 2024 SOS are involved in the administration of the 2024 SOS.</i>				

Asmedia Technology Inc.

Meeting Date: 06/18/2024

Country: Taiwan

Ticker: 5269

Record Date: 04/19/2024

Meeting Type: Annual

Primary Security ID: Y0397P108

Asmedia Technology Inc.

Shares Voted: 400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for this routine resolution because no concerns have been identified.</i>				
2	Approve Plan on Profit Distribution	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the proposed payout is considered reasonable.</i>				
3.1	ELECT INDEPENDENT DIRECTOR VIA CUMULATIVE VOTING Elect Kenneth Kin, with SHAREHOLDER NO.F102831XXX, as Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the nominee is warranted at this time.</i>				
4	Approve Release of Restrictions of Competitive Activities of Newly Appointed Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because sufficient details have been provided regarding the proposal and no significant concern relating to outside board positions has been identified.</i>				

Block, Inc.

Meeting Date: 06/18/2024

Country: USA

Ticker: SQ

Record Date: 04/22/2024

Meeting Type: Annual

Primary Security ID: 852234103

Shares Voted: 2,731

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Randall Garutti	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for Governance Committee member Randall (Randy) Garutti given the board's failure to remove, or subject to a sunset requirement, the dual-class capital structure, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impact shareholder rights. WITHHOLD votes are warranted for incumbent nominating committee member Randall (Randy) Garutti for lack of diversity on the board. A vote FOR the remaining director nominee, Mary Meeker, is warranted.</i>				
1.2	Elect Director Mary Meeker	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for Governance Committee member Randall (Randy) Garutti given the board's failure to remove, or subject to a sunset requirement, the dual-class capital structure, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impact shareholder rights. WITHHOLD votes are warranted for incumbent nominating committee member Randall (Randy) Garutti for lack of diversity on the board. A vote FOR the remaining director nominee, Mary Meeker, is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

Voting Policy Rationale: A vote FOR this item is warranted because only 6.27 percent of the fees paid to the auditor are for non-audit purposes.

China Ruyi Holdings Limited

Meeting Date: 06/18/2024 Country: Bermuda Ticker: 136
 Record Date: 06/12/2024 Meeting Type: Annual
 Primary Security ID: G4404N114

Shares Voted: 368,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR this resolution is warranted.</i>					
2a	Elect Ke Liming as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST the election of David Chau Shing Yim is warranted for serving on more than six public company boards. In the absence of any significant issues concerning other nominees, a vote FOR their reelection is warranted.</i>					
2b	Elect Zhang Qiang as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST the election of David Chau Shing Yim is warranted for serving on more than six public company boards. In the absence of any significant issues concerning other nominees, a vote FOR their reelection is warranted.</i>					
2c	Elect Chau Shing Yim, David as Director	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST the election of David Chau Shing Yim is warranted for serving on more than six public company boards. In the absence of any significant issues concerning other nominees, a vote FOR their reelection is warranted.</i>					
3	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For	For
<i>Voting Policy Rationale: Director fees at Hong Kong-listed companies are usually reasonable. In the absence of known concerns over director remuneration at the company, a vote FOR this proposal is warranted.</i>					
4	Approve PricewaterhouseCoopers as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the audit firm, its remuneration, and the way the audit was conducted.</i>					
5	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST these resolutions is warranted for the following: * The aggregate share issuance limit is greater than 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has not specified the discount limit for issuance for cash and non-cash consideration. * The company has refreshed the general mandate multiple times in a given year during the last two years.</i>					
6	Authorize Repurchase of Issued Share Capital	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted given the absence of any known issues concerning the proposed share repurchase.</i>					

China Ruyi Holdings Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST these resolutions is warranted for the following: * The aggregate share issuance limit is greater than 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has not specified the discount limit for issuance for cash and non-cash consideration. * The company has refreshed the general mandate multiple times in a given year during the last two years.</i></p>					
8	Adopt Third Amended and Restated Bye-Laws	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted given that the amendments are mainly proposed to reflect the company's current circumstances and are made on the basis of the relevant laws and regulations governing the company.</i></p>					

CrowdStrike Holdings, Inc.

Meeting Date: 06/18/2024 **Country:** USA **Ticker:** CRWD
Record Date: 04/22/2024 **Meeting Type:** Annual
Primary Security ID: 22788C105

Shares Voted: 4,718

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Roxanne S. Austin	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for Governance Committee member Gerhard Watzinger given the board's failure to remove, or subject to a reasonable sunset requirement, the dual-class capital structure, the supermajority and "pop-up" supermajority vote requirements to enact certain changes to the governing documents, and the classified board, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for incumbent nominating committee member Gerhard Watzinger for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.2	Elect Director Sameer K. Gandhi	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for Governance Committee member Gerhard Watzinger given the board's failure to remove, or subject to a reasonable sunset requirement, the dual-class capital structure, the supermajority and "pop-up" supermajority vote requirements to enact certain changes to the governing documents, and the classified board, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for incumbent nominating committee member Gerhard Watzinger for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.3	Elect Director Gerhard Watzinger	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for Governance Committee member Gerhard Watzinger given the board's failure to remove, or subject to a reasonable sunset requirement, the dual-class capital structure, the supermajority and "pop-up" supermajority vote requirements to enact certain changes to the governing documents, and the classified board, each of which adversely impacts shareholder rights. WITHHOLD votes are warranted for incumbent nominating committee member Gerhard Watzinger for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 13.47 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i></p>					

CRRC Corporation Limited

Meeting Date: 06/18/2024

Country: China

Ticker: 1766

Record Date: 06/12/2024

Meeting Type: Annual

Primary Security ID: Y1818X100

Shares Voted: 237,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	AGM BALLOT FOR HOLDERS OF H SHARES	Mgmt			
1	Approve Final Financial Accounts Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				
2	Approve Work Report of the Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				
3	Approve Work Report of the Board of Supervisors	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				
4	Approve Profit Distribution Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted given that this is a reasonable request that is made in line with applicable laws in China.</i>				
5	Approve Arrangement of Guarantees	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted since the company will be taking in a disproportionate amount of risk relative to its ownership stake without compelling justification.</i>				
6	Approve Entering into the Related Party Transaction Agreements Between the Company and CRRC GROUP	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given: * the transactions to be contemplated under this proposal are within the ordinary and usual course of the company's business and are on normal commercial terms; and * the independent non-executive directors believe that the transactions are fair and reasonable for the company's shareholders.</i>				
7	Approve Entering into the Financial Services Framework Agreement between Finance Company and CRRC GROUP	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because the proposed related-party transaction is a financial service agreement with the group finance company, which may expose the company to unnecessary risks.</i>				
8	Approve Remuneration of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: Director and supervisor remuneration at Hong Kong-listed companies are usually reasonable. In the absence of known concerns over director and supervisor remuneration at the company, a vote FOR these proposals is warranted.</i>				
9	Approve Remuneration of Supervisors	Mgmt	For	For	For
	<i>Voting Policy Rationale: Director and supervisor remuneration at Hong Kong-listed companies are usually reasonable. In the absence of known concerns over director and supervisor remuneration at the company, a vote FOR these proposals is warranted.</i>				

CRRC Corporation Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10	Approve KPMG Huazhen LLP Certified Public Accountants as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the audit firm, its remuneration, and the way the audit was conducted.</i></p>					
11	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights for Additional A Shares and H Shares	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this resolution is warranted for the following: * The aggregate share issuance limit is greater than 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has not specified the discount limit for issuance for cash and non-cash consideration.</i></p>					
12	Approve Issuance of Debt Financing Instruments	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this resolution is warranted given the lack of disclosed information to assess the impact of the possible issue of convertible securities on shareholder rights and value.</i></p>					

Darktrace Plc

Meeting Date: 06/18/2024 **Country:** United Kingdom **Ticker:** DARK
Record Date: 06/14/2024 **Meeting Type:** Special
Primary Security ID: G2658M105

Shares Voted: 108,681

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Matters Relating to the Recommended Cash Acquisition of Darktrace plc by Luke Bidco Limited	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted because: * The offer price represents a reasonable premium to the unaffected share price, to the highest share price in the past 12 months and to the 2021 IPO price; and * The cash consideration represents certainty of value for shareholders. Notwithstanding, shareholders should note that unvested LTIP awards will not be pro-rated to time and performance, with any lapsed awards recompensed in cash. This is contrary to best market practice.</i></p>					

Darktrace Plc

Meeting Date: 06/18/2024 **Country:** United Kingdom **Ticker:** DARK
Record Date: 06/14/2024 **Meeting Type:** Court
Primary Security ID: G2658M105

Shares Voted: 108,681

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

Darktrace Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Scheme of Arrangement	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted because: * The offer price represents a reasonable premium to the unaffected share price, to the highest share price in the past 12 months and to the 2021 IPO price; and * The cash consideration represents certainty of value for shareholders. Notwithstanding, shareholders should note that unvested LTIP awards will not be pro-rated to time and performance, with any lapsed awards recompensed in cash. This is contrary to best market practice.</i></p>					

IPG Photonics Corporation

Meeting Date: 06/18/2024 **Country:** USA **Ticker:** IPGP
Record Date: 04/29/2024 **Meeting Type:** Annual
Primary Security ID: 44980X109

Shares Voted: 613

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Gregory Beecher	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Peeler, Gregory Beecher, Michael Child, and Eric Meurice is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.2	Elect Director Michael Child	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Peeler, Gregory Beecher, Michael Child, and Eric Meurice is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.3	Elect Director Jeanmarie Desmond	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Peeler, Gregory Beecher, Michael Child, and Eric Meurice is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.4	Elect Director Gregory Dougherty	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Peeler, Gregory Beecher, Michael Child, and Eric Meurice is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.5	Elect Director Mark Gitin	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Peeler, Gregory Beecher, Michael Child, and Eric Meurice is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.6	Elect Director Kolleen Kennedy	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Peeler, Gregory Beecher, Michael Child, and Eric Meurice is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.7	Elect Director Eric Meurice	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Peeler, Gregory Beecher, Michael Child, and Eric Meurice is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

IPG Photonics Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.8	Elect Director Natalia Pavlova	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Peeler, Gregory Beecher, Michael Child, and Eric Meurice is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director John Peeler	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Peeler, Gregory Beecher, Michael Child, and Eric Meurice is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.10	Elect Director Eugene Scherbakov	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Peeler, Gregory Beecher, Michael Child, and Eric Meurice is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.11	Elect Director Agnes Tang	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Peeler, Gregory Beecher, Michael Child, and Eric Meurice is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				

Japan Airlines Co., Ltd.

Meeting Date: 06/18/2024

Country: Japan

Ticker: 9201

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J25979121

Shares Voted: 1,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 45	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Akasaka, Yuji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Tottori, Mitsuko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Saito, Yuji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Japan Airlines Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.4	Elect Director Aoki, Noriyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Kashiwagi, Yoriyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Tamura, Ryo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Kobayashi, Eizo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Yanagi, Hiroyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.9	Elect Director Mitsuya, Yuko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.1	Appoint Statutory Auditor Okada, Joji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.2	Appoint Statutory Auditor Matsumura, Mariko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Japan Post Bank Co., Ltd.

Meeting Date: 06/18/2024 **Country:** Japan **Ticker:** 7182
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J2800C101

Shares Voted: 7,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Kasama, Takayuki	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's unfavorable ROE performance.</i>				
1.2	Elect Director Tanaka, Susumu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.3	Elect Director Yano, Harumi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.4	Elect Director Masuda, Hiroya	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Japan Post Bank Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.5	Elect Director Yamazaki, Katsuyo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.6	Elect Director Takeuchi, Keisuke	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.7	Elect Director Kaiwa, Makoto	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.8	Elect Director Aihara, Risa	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.9	Elect Director Kawamura, Hiroshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.10	Elect Director Yamamoto, Kenzo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.11	Elect Director Nakazawa, Keiji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.12	Elect Director Sato, Atsuko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.13	Elect Director Amano, Reiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.14	Elect Director Kato, Akane	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Jenoptik AG

Meeting Date: 06/18/2024 **Country:** Germany **Ticker:** JEN
Record Date: 06/11/2024 **Meeting Type:** Annual
Primary Security ID: D3S19K104

Shares Voted: 669

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
2	Approve Allocation of Income and Dividends of EUR 0.35 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i>				

Jenoptik AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Discharge of Management Board for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4	Approve Discharge of Supervisory Board for Fiscal Year 2023	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
5	Ratify EY GmbH & Co. KG as Auditors for Fiscal Year 2024	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR are warranted because there are no concerns regarding these proposals.</i>				
6	Ratify PricewaterhouseCoopers GmbH as Auditors for the Sustainability Reporting for Fiscal Year 2024	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR are warranted because there are no concerns regarding these proposals.</i>				
7	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the company's remuneration report is broadly in line with best practice standards in Germany and no significant concerns were identified.</i>				
8	Elect Daniela Mattheus to the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposed nominee is warranted due to a lack of governance concerns and controversy surrounding the supervisory board.</i>				

LY Corp.

Meeting Date: 06/18/2024 **Country:** Japan **Ticker:** 4689
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J9894K105

Shares Voted: 32,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Kawabe, Kentaro	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * The nominee should be considered accountable for information leakage and insufficient response to administrative guidance.</i>				
1.2	Elect Director Idezawa, Takeshi	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * The nominee should be considered accountable for information leakage and insufficient response to administrative guidance.</i>				
2.1	Elect Director and Audit Committee Member Hasumi, Maiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.2	Elect Director and Audit Committee Member Kunihiro, Tadashi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.3	Elect Director and Audit Committee Member Takahashi, Yuko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Mastercard Incorporated

Meeting Date: 06/18/2024 Country: USA Ticker: MA
 Record Date: 04/19/2024 Meeting Type: Annual
 Primary Security ID: 57636Q104

Shares Voted: 7,288

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Merit E. Janow	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Merit Janow, Richard Davis, Choon Phong Goh, and Gabrielle Sulzberger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1b	Elect Director Candido Bracher	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Merit Janow, Richard Davis, Choon Phong Goh, and Gabrielle Sulzberger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1c	Elect Director Richard K. Davis	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Merit Janow, Richard Davis, Choon Phong Goh, and Gabrielle Sulzberger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1d	Elect Director Julius Genachowski	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Merit Janow, Richard Davis, Choon Phong Goh, and Gabrielle Sulzberger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1e	Elect Director Choon Phong Goh	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Merit Janow, Richard Davis, Choon Phong Goh, and Gabrielle Sulzberger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1f	Elect Director Oki Matsumoto	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Merit Janow, Richard Davis, Choon Phong Goh, and Gabrielle Sulzberger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1g	Elect Director Michael Miebach	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Merit Janow, Richard Davis, Choon Phong Goh, and Gabrielle Sulzberger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

Mastercard Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1h	Elect Director Youngme Moon	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Merit Janow, Richard Davis, Choon Phong Goh, and Gabrielle Sulzberger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Rima Qureshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Merit Janow, Richard Davis, Choon Phong Goh, and Gabrielle Sulzberger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Gabrielle Sulzberger	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Merit Janow, Richard Davis, Choon Phong Goh, and Gabrielle Sulzberger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Harit Talwar	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Merit Janow, Richard Davis, Choon Phong Goh, and Gabrielle Sulzberger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director Lance Ugglia	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Merit Janow, Richard Davis, Choon Phong Goh, and Gabrielle Sulzberger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned. Concerns are nonetheless raised regarding the significant role of discretion in the STIP. That said, FY23 STI payouts were generally aligned with strong corporate financial performance, and financial targets appeared to be rigorous. Further, equity grants were predominantly performance-conditioned.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 4.12 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Report on Lobbying Payments and Policy	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as additional disclosure of the company's direct and indirect lobbying related expenditures would help shareholders better assess the risks and benefits associated with the company's participation in the public policy process.</i>				
5	Amend Director Election Resignation Bylaw	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted, as there are no recurring issues regarding failed director elections at the company that suggest a mandatory resignation policy is needed, and there are arguable concerns that the proposal may not be in compliance with Delaware law.</i>				
6	Report on Congruency of Company's Privacy and Human Rights Policies with its Actions	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted, as the company is providing sufficient disclosure regarding its human rights and data privacy efforts.</i>				

Mastercard Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Report on Congruency of Company's Human Rights Statement with Charitable Contributions and Voluntary Partnerships	SH	Against	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because the company provides sufficient disclosure regarding its charitable contributions, and absent self-dealing or gross negligence, management should be afforded discretion in determining the company's charitable giving strategy.</i></p>					
8	Report on Gender-Based Compensation and Benefits Inequities	SH	Against	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this resolution is warranted as the company is improving with respect to its gender pay gap, appears to provide competitive health benefits, and there is no evidence that the company is offering health care in a discriminatory manner.</i></p>					

MetLife, Inc.

Meeting Date: 06/18/2024 **Country:** USA **Ticker:** MET
Record Date: 04/19/2024 **Meeting Type:** Annual
Primary Security ID: 59156R108

Shares Voted: 21,042

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Cheryl W. Grise	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members R. Glenn Hubbard, Cheryl Grise, Carla Harris, Jeh Johnson, Denise Morrison, and Mark Weinberger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Carlos M. Gutierrez	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members R. Glenn Hubbard, Cheryl Grise, Carla Harris, Jeh Johnson, Denise Morrison, and Mark Weinberger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director Carla A. Harris	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members R. Glenn Hubbard, Cheryl Grise, Carla Harris, Jeh Johnson, Denise Morrison, and Mark Weinberger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1d	Elect Director Laura J. Hay	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members R. Glenn Hubbard, Cheryl Grise, Carla Harris, Jeh Johnson, Denise Morrison, and Mark Weinberger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1e	Elect Director David L. Herzog	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members R. Glenn Hubbard, Cheryl Grise, Carla Harris, Jeh Johnson, Denise Morrison, and Mark Weinberger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1f	Elect Director R. Glenn Hubbard	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members R. Glenn Hubbard, Cheryl Grise, Carla Harris, Jeh Johnson, Denise Morrison, and Mark Weinberger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Jeh C. Johnson	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members R. Glenn Hubbard, Cheryl Grise, Carla Harris, Jeh Johnson, Denise Morrison, and Mark Weinberger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Edward J. Kelly, III	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members R. Glenn Hubbard, Cheryl Grise, Carla Harris, Jeh Johnson, Denise Morrison, and Mark Weinberger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director William E. Kennard	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members R. Glenn Hubbard, Cheryl Grise, Carla Harris, Jeh Johnson, Denise Morrison, and Mark Weinberger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Michel A. Khalaf	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members R. Glenn Hubbard, Cheryl Grise, Carla Harris, Jeh Johnson, Denise Morrison, and Mark Weinberger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Diana L. McKenzie	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members R. Glenn Hubbard, Cheryl Grise, Carla Harris, Jeh Johnson, Denise Morrison, and Mark Weinberger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director Denise M. Morrison	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members R. Glenn Hubbard, Cheryl Grise, Carla Harris, Jeh Johnson, Denise Morrison, and Mark Weinberger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1m	Elect Director Mark A. Weinberger	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members R. Glenn Hubbard, Cheryl Grise, Carla Harris, Jeh Johnson, Denise Morrison, and Mark Weinberger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.75 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Although the relative TSR metric only targets median performance, equity grants are majority performance-conditioned and earned based on objective metrics measured over a multi-year period. Additionally, the annual incentives were largely based on a financial metric with preset goals.</i>				
4	Approve Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				

MetLife, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Conduct and Report a Third-Party Racial Equity Audit	SH	Against	For	For

Voting Policy Rationale: A vote FOR this resolution is warranted, as such disclosure would allow shareholders to better assess the racial equity impacts and effectiveness of the company's policies and practices.

NIDEC Corp.

Meeting Date: 06/18/2024 **Country:** Japan **Ticker:** 6594
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J52968104

Shares Voted: 4,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Amend Articles to Clarify Director Authority on Shareholder Meetings - Amend Provisions on Director Titles - Clarify Director Authority on Board Meetings	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns resulting from the change to the articles.</i>				
2.1	Elect Director Nagamori, Shigenobu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Kishida, Mitsuya	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Kobe, Hiroshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Sato, Shinichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Komatsu, Yayoi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Sakai, Takako	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.1	Elect Director and Audit Committee Member Murakami, Kazuya	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.2	Elect Director and Audit Committee Member Ochiai, Hiroyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

NIDEC Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.3	Elect Director and Audit Committee Member Yamada, Aya	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.4	Elect Director and Audit Committee Member Umeda, Kunio	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
4	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * This plan is likely to help sharpen recipients' focus on share price performance and align their interests more closely with those of shareholders.</i>					

NTT DATA Group Corp.

Meeting Date: 06/18/2024 **Country:** Japan **Ticker:** 9613
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J59031104

Shares Voted: 3,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 11.5	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>					
2.1	Elect Director Sasaki, Yutaka	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.2	Elect Director Nakayama, Kazuhiko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.3	Elect Director Nishimura, Tadaoki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.4	Elect Director Fujii, Mariko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.5	Elect Director Patrizio Mapelli	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.6	Elect Director Ike, Fumihiko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.7	Elect Director Ishiguro, Shigenao	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

NTT DATA Group Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.1	Elect Director and Audit Committee Member Hoshi, Tomoko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.2	Elect Director and Audit Committee Member Tainaka, Nobuyuki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.3	Elect Director and Audit Committee Member Sakamoto, Eiichi	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * This outside director candidate who will be an audit committee member lacks independence.</i>					
3.4	Elect Director and Audit Committee Member Inamasu, Mitsuko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Orthofix Medical Inc.

Meeting Date: 06/18/2024

Country: USA

Ticker: OFIX

Record Date: 04/22/2024

Meeting Type: Annual

Primary Security ID: 68752M108

Shares Voted: 452

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Alan L. Bazaar	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Wayne Burris, John (Jack) Henneman III and Michael (Mike) Paolucci is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.2	Elect Director Wayne Burris	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Wayne Burris, John (Jack) Henneman III and Michael (Mike) Paolucci is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.3	Elect Director Massimo Calafiore	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Wayne Burris, John (Jack) Henneman III and Michael (Mike) Paolucci is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.4	Elect Director Michael M. Finegan	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Wayne Burris, John (Jack) Henneman III and Michael (Mike) Paolucci is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

Orthofix Medical Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.5	Elect Director Jason M. Hannon	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Wayne Burris, John (Jack) Henneman III and Michael (Mike) Paolucci is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director John B. Henneman, III	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Wayne Burris, John (Jack) Henneman III and Michael (Mike) Paolucci is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Charles Kummeth	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Wayne Burris, John (Jack) Henneman III and Michael (Mike) Paolucci is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Shweta Singh Maniar	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Wayne Burris, John (Jack) Henneman III and Michael (Mike) Paolucci is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director Michael E. Paolucci	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Wayne Burris, John (Jack) Henneman III and Michael (Mike) Paolucci is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.27 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factors: * The equity program is estimated to be excessively dilutive (overriding factor); * The plan cost is excessive; and * The plan allows broad discretion to accelerate vesting.</i>				
5	Amend Nonqualified Employee Stock Purchase Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that: * The purchase price is reasonable; * The shares reserved is relatively conservative; and * The plan is broad based.</i>				

Pegasystems Inc.

Meeting Date: 06/18/2024

Country: USA

Ticker: PEGA

Record Date: 04/19/2024

Meeting Type: Annual

Primary Security ID: 705573103

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Alan Trefler	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Peter Gyenes, Richard (Rick) Jones, Christopher (Chris) Lafond, Dianne Ledingham, Sharon Rowlands and Larry Weber is warranted for lack of diversity on the board. A vote FOR the remaining director nominee is warranted.</i>				
1.2	Elect Director Peter Gyenes	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Peter Gyenes, Richard (Rick) Jones, Christopher (Chris) Lafond, Dianne Ledingham, Sharon Rowlands and Larry Weber is warranted for lack of diversity on the board. A vote FOR the remaining director nominee is warranted.</i>				
1.3	Elect Director Richard Jones	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Peter Gyenes, Richard (Rick) Jones, Christopher (Chris) Lafond, Dianne Ledingham, Sharon Rowlands and Larry Weber is warranted for lack of diversity on the board. A vote FOR the remaining director nominee is warranted.</i>				
1.4	Elect Director Christopher Lafond	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Peter Gyenes, Richard (Rick) Jones, Christopher (Chris) Lafond, Dianne Ledingham, Sharon Rowlands and Larry Weber is warranted for lack of diversity on the board. A vote FOR the remaining director nominee is warranted.</i>				
1.5	Elect Director Dianne Ledingham	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Peter Gyenes, Richard (Rick) Jones, Christopher (Chris) Lafond, Dianne Ledingham, Sharon Rowlands and Larry Weber is warranted for lack of diversity on the board. A vote FOR the remaining director nominee is warranted.</i>				
1.6	Elect Director Sharon Rowlands	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Peter Gyenes, Richard (Rick) Jones, Christopher (Chris) Lafond, Dianne Ledingham, Sharon Rowlands and Larry Weber is warranted for lack of diversity on the board. A vote FOR the remaining director nominee is warranted.</i>				
1.7	Elect Director Larry Weber	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Peter Gyenes, Richard (Rick) Jones, Christopher (Chris) Lafond, Dianne Ledingham, Sharon Rowlands and Larry Weber is warranted for lack of diversity on the board. A vote FOR the remaining director nominee is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 13.62 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Powszechny Zakład Ubezpieczeń SA

Meeting Date: 06/18/2024

Country: Poland

Ticker: PZU

Record Date: 06/02/2024

Meeting Type: Annual

Primary Security ID: X6919T107

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Open Meeting	Mgmt			
	<i>Voting Policy Rationale: Votes FOR Items 2 and 4 are warranted because these are routine meeting formalities. Items 1 and 3 are non-voting.</i>				
2	Elect Meeting Chairman	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR Items 2 and 4 are warranted because these are routine meeting formalities. Items 1 and 3 are non-voting.</i>				
3	Acknowledge Proper Convening of Meeting	Mgmt			
	<i>Voting Policy Rationale: Votes FOR Items 2 and 4 are warranted because these are routine meeting formalities. Items 1 and 3 are non-voting.</i>				
4	Approve Agenda of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR Items 2 and 4 are warranted because these are routine meeting formalities. Items 1 and 3 are non-voting.</i>				
5	Receive Financial Statements	Mgmt			
	<i>Voting Policy Rationale: These are non-voting items.</i>				
6	Receive Consolidated Financial Statements	Mgmt			
	<i>Voting Policy Rationale: These are non-voting items.</i>				
7	Receive Management Board Report on Company's, Group's Operations, and Non-Financial Information	Mgmt			
	<i>Voting Policy Rationale: These are non-voting items.</i>				
8	Receive Supervisory Board Report	Mgmt			
	<i>Voting Policy Rationale: These are non-voting items.</i>				
9	Approve Management Board Report on Expenses Related to Representation, Legal Services, Marketing Services, Public Relations Services, Social Communication Services, and Management Advisory Services	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR Items 9, 12, and 13 are warranted because the reports shareholders are asked to approve under these items are uncontroversial, and their approval would not substantively affect the company, or its shareholders' rights.</i>				
10	Approve Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns about the accounts presented or the audit procedures used.</i>				
11	Approve Consolidated Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns about the accounts presented or the audit procedures used.</i>				

Powszechny Zakład Ubezpieczeń SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
12	Approve Management Board Report on Company's, Group's Operations, and Non-Financial Information	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR Items 9, 12, and 13 are warranted because the reports shareholders are asked to approve under these items are uncontroversial, and their approval would not substantively affect the company, or its shareholders' rights.</i>				
13	Approve Supervisory Board Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR Items 9, 12, and 13 are warranted because the reports shareholders are asked to approve under these items are uncontroversial, and their approval would not substantively affect the company, or its shareholders' rights.</i>				
14	Approve Allocation of Income and Dividends of PLN 4.34 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as there are no concerns regarding the company's income allocation practices.</i>				
15.1	Approve Discharge of Ernest Bejda (Management Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal years 2023 and 2015.</i>				
15.2	Approve Discharge of Malgorzata Kot (Management Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal years 2023 and 2015.</i>				
15.3	Approve Discharge of Beata Kozłowska-Chyla (CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal years 2023 and 2015.</i>				
15.4	Approve Discharge of Krzysztof Kozłowski (Management Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal years 2023 and 2015.</i>				
15.5	Approve Discharge of Tomasz Kulik (Management Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal years 2023 and 2015.</i>				
15.6	Approve Discharge of Piotr Nowak (Management Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal years 2023 and 2015.</i>				
15.7	Approve Discharge of Maciej Rapkiewicz (Management Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal years 2023 and 2015.</i>				

Powszechny Zakład Ubezpieczeń SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
15.8	Approve Discharge of Malgorzata Sadurska (Management Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal years 2023 and 2015.</i>				
16.1	Approve Discharge of Marcin Chludzinski (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal years 2023 and 2015.</i>				
16.2	Approve Discharge of Pawel Gorecki (Supervisory Board Deputy Chairman)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal years 2023 and 2015.</i>				
16.3	Approve Discharge of Agata Gornicka (Supervisory Board Secretary and Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal years 2023 and 2015.</i>				
16.4	Approve Discharge of Robert Jastrzebski (Supervisory Board Chairman)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal years 2023 and 2015.</i>				
16.5	Approve Discharge of Marcin Kubicza (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal years 2023 and 2015.</i>				
16.6	Approve Discharge of Elzbieta Maczynska-Ziemacka (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal years 2023 and 2015.</i>				
16.7	Approve Discharge of Krzysztof Opolski (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal years 2023 and 2015.</i>				
16.8	Approve Discharge of Radoslaw Sierpinski (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal years 2023 and 2015.</i>				
16.9	Approve Discharge of Robert Snitko (Supervisory Board Member and Secretary)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal years 2023 and 2015.</i>				

Powszechny Zakład Ubezpieczeń SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
16.10	Approve Discharge of Piotr Wachowiak (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal years 2023 and 2015.</i>				
16.11	Approve Discharge of Jozef Wierzbowski (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal years 2023 and 2015.</i>				
16.12	Approve Discharge of Maciej Zaborowski (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal years 2023 and 2015.</i>				
17.1	Approve Discharge of Przemyslaw Dabrowski (Management Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal years 2023 and 2015.</i>				
17.2	Approve Discharge of Rafal Grodzicki (Management Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal years 2023 and 2015.</i>				
17.3	Approve Discharge of Witold Jaworski (Management Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal years 2023 and 2015.</i>				
17.4	Approve Discharge of Andrzej Klesyk (CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal years 2023 and 2015.</i>				
17.5	Approve Discharge of Dariusz Krzewina (CEO and Management Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal years 2023 and 2015.</i>				
17.6	Approve Discharge of Tomasz Tarkowski (Management Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal years 2023 and 2015.</i>				
17.7	Approve Discharge of Ryszard Trepczynski (Management Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal years 2023 and 2015.</i>				

Powszechny Zakład Ubezpieczeń SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
17.8	Approve Discharge of Zbigniew Cwiakalski (Supervisory Board Chairman and Deputy Chairman)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal years 2023 and 2015.</i>				
17.9	Approve Discharge of Zbigniew Derdziuk (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal years 2023 and 2015.</i>				
17.10	Approve Discharge of Dariusz Filar (Supervisory Board Member and Secretary)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal years 2023 and 2015.</i>				
17.11	Approve Discharge of Dariusz Kacprzyk (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal years 2023 and 2015.</i>				
17.12	Approve Discharge of Jakub Karnowski (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal years 2023 and 2015.</i>				
17.13	Approve Discharge of Aleksandra Magaczewska (Supervisory Board Chairwoman and Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal years 2023 and 2015.</i>				
17.14	Approve Discharge of Tomasz Zganiacz (Supervisory Board Member and Secretary)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in the fiscal years 2023 and 2015.</i>				
18.1	Approve Individual Suitability of Anita Elzanowska (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with these directors.</i>				
18.2	Approve Individual Suitability of Andrzej Kaleta (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with these directors.</i>				
18.3	Approve Individual Suitability of Anna Machnikowska (Supervisory Board Secretary)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with these directors.</i>				

Powszechny Zakład Ubezpieczeń SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
18.4	Approve Individual Suitability of Adam Uszpolewicz (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with these directors.</i>				
18.5	Approve Individual Suitability of Filip Gorczyca (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with these directors.</i>				
18.6	Approve Individual Suitability of Marcin Kubicza (Supervisory Board Chairman)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with these directors.</i>				
18.7	Approve Individual Suitability of Malgorzata Kurzynoga (Supervisory Board Deputy Chairwoman)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with these directors.</i>				
18.8	Approve Individual Suitability of Michal Bernaczyk (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with these directors.</i>				
18.9	Approve Individual Suitability of Michal Jonczynski (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with these directors.</i>				
18.10	Approve Individual Suitability of Wojciech Olejniczak (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with these directors.</i>				
18.11	Approve Collective Suitability of Supervisory Board Members	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as there are no concerns regarding the supervisory board members.</i>				
19	Amend Policy of Suitability of Supervisory Board and Audit Committee Members	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted due to the lack of concerns regarding the proposed amendments.</i>				
20.1	Recall Supervisory Board Member	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Votes AGAINST these items are warranted because the name of the director to be recalled and the name of the candidate to be elected have not been disclosed by the company.</i>				
20.2	Elect Supervisory Board Member	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Votes AGAINST these items are warranted because the name of the director to be recalled and the name of the candidate to be elected have not been disclosed by the company.</i>				
21	Approve Assessment of Supervisory Board Suitability	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this item is warranted because the composition of the supervisory board after the upcoming AGM is unknown.</i>				

Powszechny Zakład Ubezpieczeń SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
22	Approve Remuneration Report	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this item is warranted because: * Significant fixed pay increases (approx. 12 percent) have not been explained; * The company provided a general list of the performance metrics, without their respective weights, targets, maximum award levels as well as achievement levels per executive. More detailed information on KPIs, applied targets with weights, minimum and maximum thresholds is valuable in order to help investors comprehend the reward for performance and would furthermore be in line with the European Commission draft guidelines on standardized presentation of the remuneration report and general investor sentiment on minimum disclosure expectations; * The supervisory board is vested with discretionary powers to set performance conditions of the STI, evaluate their levels of achievement, and allocate variable remuneration to the company's executives</i></p>					
23	Close Meeting	Mgmt			
<p><i>Voting Policy Rationale: This is a non-voting item.</i></p>					

Rivian Automotive, Inc.

Meeting Date: 06/18/2024 **Country:** USA **Ticker:** RIVN
Record Date: 04/24/2024 **Meeting Type:** Annual
Primary Security ID: 76954A103

Shares Voted: 4,492

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Jay Flatley	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominee Jay Flatley for lack of diversity on the board. A vote FOR the remaining director nominee, John Krafcik, is warranted at this time.</i></p>					
1b	Elect Director John Krafcik	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominee Jay Flatley for lack of diversity on the board. A vote FOR the remaining director nominee, John Krafcik, is warranted at this time.</i></p>					
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 11.25 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; and * The company has not disclosed any risk mitigators, such as a clawback policy, CEO stock ownership guidelines, or stock holding period requirements.</i></p>					

Smartsheet Inc.

Meeting Date: 06/18/2024 **Country:** USA **Ticker:** SMAR
Record Date: 04/19/2024 **Meeting Type:** Annual
Primary Security ID: 83200N103

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Alissa Abdullah	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Rowan Trollope for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee member Rowan Trollope given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Michael Gregoire	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Rowan Trollope for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee member Rowan Trollope given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Katie Rooney	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Rowan Trollope for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee member Rowan Trollope given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Khozema Shipchandler	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Rowan Trollope for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee member Rowan Trollope given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Rowan Trollope	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Rowan Trollope for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee member Rowan Trollope given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 21.48 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				

Tokyo Electron Ltd.

Meeting Date: 06/18/2024

Country: Japan

Ticker: 8035

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J86957115

Tokyo Electron Ltd.

Shares Voted: 3,700

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

Toyota Motor Corp.

Meeting Date: 06/18/2024

Country: Japan

Ticker: 7203

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J92676113

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Toyoda, Akio	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * As a long-time top executive, Toyoda should be considered ultimately accountable for a spate of certification irregularities within the Toyota Motor group. * Judging from the board members nominated, as well as the counter measures announced by the company, contrary to the company's assertions regarding changes to the corporate culture, the company's propensity to preserve its corporate culture is in fact suspected, and Toyoda should be held accountable for that.</i>				
1.2	Elect Director Hayakawa, Shigeru	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.3	Elect Director Sato, Koji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.4	Elect Director Nakajima, Hiroki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.5	Elect Director Miyazaki, Yoichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.6	Elect Director Simon Humphries	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.7	Elect Director Sugawara, Ikuro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.8	Elect Director Sir Philip Craven	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
1.9	Elect Director Oshima, Masahiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
1.10	Elect Director Osono, Emi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
2	Appoint Statutory Auditor Osada, Hiromi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3	Appoint Alternate Statutory Auditor Fujisawa, Kumi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Toyota Motor Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Amend Articles to Report on Corporate Climate Lobbying Aligned with Paris Agreement	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this shareholder proposal is recommended because: * Toyota doubled the number of industry organizations reviewed in the 2023 climate lobbying report, which is positive. However, although Toyota Motor this year retained a third-party appraiser, unlike in 2022 when the company itself conducted a review, the identity of the appraiser is not disclosed. * Particularly in light of the compliance concerns at Toyota group companies, the proposal would help restore trust through transparent disclosures aligned with the Paris Agreement. * An evaluation of how the company's lobbying activities align with the Paris Agreement goals would provide information that would allow shareholders to better evaluate the company's risk related to its lobbying activities.</i></p>					

Whitbread Plc

Meeting Date: 06/18/2024 **Country:** United Kingdom **Ticker:** WTB
Record Date: 06/14/2024 **Meeting Type:** Annual
Primary Security ID: G9606P197

Shares Voted: 819

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i></p>					
2	Approve Remuneration Report	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted, in the absence of material concerns.</i></p>					
3	Approve Final Dividend	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i></p>					
4	Elect Shelley Roberts as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Adam Crozier, Richard Gillingwater, Kalvinder (Kal) Atwal, Horst Baier, Frank Fiskers, Dame Karen Jones, Christopher (Chris) Kennedy and Dame Priscilla (Cilla) Snowball is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i></p>					
5	Re-elect Kal Atwal as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Adam Crozier, Richard Gillingwater, Kalvinder (Kal) Atwal, Horst Baier, Frank Fiskers, Dame Karen Jones, Christopher (Chris) Kennedy and Dame Priscilla (Cilla) Snowball is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i></p>					
6	Re-elect Horst Baier as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Adam Crozier, Richard Gillingwater, Kalvinder (Kal) Atwal, Horst Baier, Frank Fiskers, Dame Karen Jones, Christopher (Chris) Kennedy and Dame Priscilla (Cilla) Snowball is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i></p>					
7	Re-elect Adam Crozier as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Adam Crozier, Richard Gillingwater, Kalvinder (Kal) Atwal, Horst Baier, Frank Fiskers, Dame Karen Jones, Christopher (Chris) Kennedy and Dame Priscilla (Cilla) Snowball is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8	Re-elect Frank Fiskers as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Adam Crozier, Richard Gillingwater, Kalvinder (Kal) Atwal, Horst Baier, Frank Fiskers, Dame Karen Jones, Christopher (Chris) Kennedy and Dame Priscilla (Cilla) Snowball is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
9	Re-elect Richard Gillingwater as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Adam Crozier, Richard Gillingwater, Kalvinder (Kal) Atwal, Horst Baier, Frank Fiskers, Dame Karen Jones, Christopher (Chris) Kennedy and Dame Priscilla (Cilla) Snowball is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
10	Re-elect Karen Jones as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Adam Crozier, Richard Gillingwater, Kalvinder (Kal) Atwal, Horst Baier, Frank Fiskers, Dame Karen Jones, Christopher (Chris) Kennedy and Dame Priscilla (Cilla) Snowball is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
11	Re-elect Chris Kennedy as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Adam Crozier, Richard Gillingwater, Kalvinder (Kal) Atwal, Horst Baier, Frank Fiskers, Dame Karen Jones, Christopher (Chris) Kennedy and Dame Priscilla (Cilla) Snowball is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
12	Re-elect Hemant Patel as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Adam Crozier, Richard Gillingwater, Kalvinder (Kal) Atwal, Horst Baier, Frank Fiskers, Dame Karen Jones, Christopher (Chris) Kennedy and Dame Priscilla (Cilla) Snowball is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
13	Re-elect Dominic Paul as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Adam Crozier, Richard Gillingwater, Kalvinder (Kal) Atwal, Horst Baier, Frank Fiskers, Dame Karen Jones, Christopher (Chris) Kennedy and Dame Priscilla (Cilla) Snowball is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
14	Re-elect Cilla Snowball as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Adam Crozier, Richard Gillingwater, Kalvinder (Kal) Atwal, Horst Baier, Frank Fiskers, Dame Karen Jones, Christopher (Chris) Kennedy and Dame Priscilla (Cilla) Snowball is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
15	Reappoint Deloitte LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
16	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
17	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				
18	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				

Whitbread Plc

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

Workday, Inc.

Meeting Date: 06/18/2024 **Country:** USA **Ticker:** WDAY
Record Date: 04/19/2024 **Meeting Type:** Annual
Primary Security ID: 98138H101

Shares Voted: 1,655

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Aneel Bhusri	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent director nominees Aneel Bhusri, Thomas (Tom) Bogan and Lynne Doughtie is warranted for lack of diversity on the board. As no governance committee members are on the ballot, votes AGAINST incumbent directors Aneel Bhusri, Thomas (Tom) Bogan, and Lynne Doughtie are additionally warranted for maintaining a dual-class capital structure with disparate voting rights that is not subject to a reasonable time-based sunset provision. A vote AGAINST Aneel Bhusri is further warranted as his ownership of the supervoting shares provides him with voting power control of the company.</i>					
1b	Elect Director Thomas F. Bogan	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent director nominees Aneel Bhusri, Thomas (Tom) Bogan and Lynne Doughtie is warranted for lack of diversity on the board. As no governance committee members are on the ballot, votes AGAINST incumbent directors Aneel Bhusri, Thomas (Tom) Bogan, and Lynne Doughtie are additionally warranted for maintaining a dual-class capital structure with disparate voting rights that is not subject to a reasonable time-based sunset provision. A vote AGAINST Aneel Bhusri is further warranted as his ownership of the supervoting shares provides him with voting power control of the company.</i>					
1c	Elect Director Lynne M. Doughtie	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent director nominees Aneel Bhusri, Thomas (Tom) Bogan and Lynne Doughtie is warranted for lack of diversity on the board. As no governance committee members are on the ballot, votes AGAINST incumbent directors Aneel Bhusri, Thomas (Tom) Bogan, and Lynne Doughtie are additionally warranted for maintaining a dual-class capital structure with disparate voting rights that is not subject to a reasonable time-based sunset provision. A vote AGAINST Aneel Bhusri is further warranted as his ownership of the supervoting shares provides him with voting power control of the company.</i>					

Workday, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.39 percent of the fees paid to the auditor are for non-audit purposes.</i>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<i>Voting Policy Rationale: The STI program was primarily based on pre-set objective metrics and the company improved goal disclosure in FY24, though remaining incomplete. However, there are significant concerns regarding the magnitude and structure of pay programs. Co-CEO Bhusri and CFO Rowe received sizable time-based RSU awards in FY24 that were relatively large and lacked performance vesting criteria. Furthermore, while the company disclosed threshold and target goals in the STI program, maximum goals were not disclosed, and individual performance objectives and assessments were vaguely disclosed. On balance of these factors, a vote AGAINST this proposal is warranted.</i>					
4	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted, as the decisions regarding the company's response to shareholder litigation would be made by a board that lacks accountability to public shareholders.</i>					

Yokogawa Electric Corp.

Meeting Date: 06/18/2024 **Country:** Japan **Ticker:** 6841
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J97272124

Shares Voted: 41,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 23	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>					
2	Amend Articles to Abolish Board Structure with Statutory Auditors - Adopt Board Structure with Three Committees - Clarify Director Authority on Shareholder Meetings - Amend Provisions on Director Titles - Indemnify Directors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns resulting from the change to the articles.</i>					
3.1	Elect Director Nara, Hitoshi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.2	Elect Director Kikkawa, Hikaru	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Yokogawa Electric Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.3	Elect Director Nakajima, Michiko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.4	Elect Director Uchida, Akira	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.5	Elect Director Urano, Kuniko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.6	Elect Director Hirano, Takuya	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.7	Elect Director Goto, Yujiro	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.8	Elect Director Takayama, Yasuko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.9	Elect Director Osawa, Makoto	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.10	Elect Director Ono, Masaru	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.11	Elect Director Maruyama, Hisashi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Acciona SA

Meeting Date: 06/19/2024 **Country:** Spain **Ticker:** ANA
Record Date: 06/14/2024 **Meeting Type:** Annual
Primary Security ID: E0008Z109

Shares Voted: 2,720

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Approve Consolidated and Standalone Financial Statements	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted due to a lack of concern regarding the accounts presented or audit procedures used.</i>					
1.2	Approve Consolidated and Standalone Management Reports	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted due to a lack of concern regarding the accounts presented or audit procedures used.</i>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Approve Discharge of Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted as there is no evidence that the board or the management have not fulfilled their fiduciary duties.</i>				
1.4	Approve Non-Financial Information Statement	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted due to a lack of specific concern about the non-financial information reported by the company.</i>				
1.5	Approve Allocation of Income and Dividends	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted due to a lack of controversy surrounding the proposed dividend.</i>				
1.6	Renew Appointment of KPMG Auditores as Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
2.1	Reelect Jose Manuel Entrecanales Domecq as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST Item 2.1 is warranted because nominee Jose Manuel Entrecanales Domecq holds the position of board chairman and company CEO and is proposed for a full three year term, without the company disclosing any plan to separate these functions in the near term. A vote FOR the reelection of non-independent directors under Items 2.2-2.4 is warranted in the absence of further concern regarding the nominees or the board's level of overall independence. A vote FOR Items 2.5-2.6 is warranted due to a lack of concerns about the independent director nominees.</i>				
2.2	Reelect Juan Ignacio Entrecanales Franco as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST Item 2.1 is warranted because nominee Jose Manuel Entrecanales Domecq holds the position of board chairman and company CEO and is proposed for a full three year term, without the company disclosing any plan to separate these functions in the near term. A vote FOR the reelection of non-independent directors under Items 2.2-2.4 is warranted in the absence of further concern regarding the nominees or the board's level of overall independence. A vote FOR Items 2.5-2.6 is warranted due to a lack of concerns about the independent director nominees.</i>				
2.3	Reelect Daniel Entrecanales Domecq as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST Item 2.1 is warranted because nominee Jose Manuel Entrecanales Domecq holds the position of board chairman and company CEO and is proposed for a full three year term, without the company disclosing any plan to separate these functions in the near term. A vote FOR the reelection of non-independent directors under Items 2.2-2.4 is warranted in the absence of further concern regarding the nominees or the board's level of overall independence. A vote FOR Items 2.5-2.6 is warranted due to a lack of concerns about the independent director nominees.</i>				
2.4	Reelect Javier Entrecanales Franco as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST Item 2.1 is warranted because nominee Jose Manuel Entrecanales Domecq holds the position of board chairman and company CEO and is proposed for a full three year term, without the company disclosing any plan to separate these functions in the near term. A vote FOR the reelection of non-independent directors under Items 2.2-2.4 is warranted in the absence of further concern regarding the nominees or the board's level of overall independence. A vote FOR Items 2.5-2.6 is warranted due to a lack of concerns about the independent director nominees.</i>				
2.5	Reelect Javier Sendagorta Gomez del Campillo as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST Item 2.1 is warranted because nominee Jose Manuel Entrecanales Domecq holds the position of board chairman and company CEO and is proposed for a full three year term, without the company disclosing any plan to separate these functions in the near term. A vote FOR the reelection of non-independent directors under Items 2.2-2.4 is warranted in the absence of further concern regarding the nominees or the board's level of overall independence. A vote FOR Items 2.5-2.6 is warranted due to a lack of concerns about the independent director nominees.</i>				

Acciona SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.6	Reelect Maria Dolores Dancausa Trevino as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST Item 2.1 is warranted because nominee Jose Manuel Entrecanales Domecq holds the position of board chairman and company CEO and is proposed for a full three year term, without the company disclosing any plan to separate these functions in the near term. A vote FOR the reelection of non-independent directors under Items 2.2-2.4 is warranted in the absence of further concern regarding the nominees or the board's level of overall independence. A vote FOR Items 2.5-2.6 is warranted due to a lack of concerns about the independent director nominees.</i></p>					
2.7	Fix Number of Directors at 12	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted as the proposed board size would remain within the 15-director limit as per local code of best practice.</i></p>					
3	Advisory Vote on Remuneration Report	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this item is warranted because: * The chair/CEO's 2023 total pay representing 3.71x the median of Social Advisory Services selected peers is deemed excessive. * The company contribution to the executive directors' pension scheme of 100 percent of salary are also deemed excessive. * The chair/CEO received a bonus of 333.2 percent of base salary and the board has not disclosed any performance outcome information.</i></p>					
4	Authorize Company to Call EGM with 15 Days' Notice	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the requested authorization to call an EGM with 15 days' notice is warranted based on a lack of concerns about the use of similar authorizations in the past. However, its use in the current year, if any, will be closely monitored to ensure that shorter dated EGMs are called solely in connection with time-sensitive matters.</i></p>					
5	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this standard resolution is warranted as it provides the board with the means to carry out the agreements validly adopted by the general meeting.</i></p>					

Honda Motor Co., Ltd.

Meeting Date: 06/19/2024 **Country:** Japan **Ticker:** 7267
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J22302111

Shares Voted: 28,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Mibe, Toshihiro	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
1.2	Elect Director Aoyama, Shinji	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
1.3	Elect Director Kaihara, Noriya	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
1.4	Elect Director Fujimura, Eiji	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
1.5	Elect Director Suzuki, Asako	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					

Honda Motor Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.6	Elect Director Morisawa, Jiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.7	Elect Director Sakai, Kunihiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.8	Elect Director Kokubu, Fumiya	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.9	Elect Director Ogawa, Yoichiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.10	Elect Director Higashi, Kazuhiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.11	Elect Director Nagata, Ryoko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.12	Elect Director Agatsuma, Mika	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Japan Exchange Group, Inc.

Meeting Date: 06/19/2024

Country: Japan

Ticker: 8697

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J2740B106

Shares Voted: 22,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Amend Articles to Clarify Director Authority on Shareholder Meetings - Allow Virtual Only Shareholder Meetings	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns resulting from the change to the articles.</i>				
2.1	Elect Director Kinoshita, Yasushi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Yamaji, Hiromi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Iwanaga, Moriyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Yokoyama, Ryusuke	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Japan Exchange Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.5	Elect Director Miyahara, Koichiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Konuma, Yasuyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Philippe Avril	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Endo, Nobuhiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.9	Elect Director Ota, Hiroko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.10	Elect Director Kama, Kazuaki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.11	Elect Director Sumida, Sayaka	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.12	Elect Director Takeno, Yasuzo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.13	Elect Director Teshirogi, Isao	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.14	Elect Director Matsumoto, Mitsuhiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.15	Elect Director Lin Kay	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Japan Post Holdings Co., Ltd.

Meeting Date: 06/19/2024

Country: Japan

Ticker: 6178

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J2800D109

Shares Voted: 11,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Masuda, Hiroya	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's unfavorable ROE performance.</i>				
1.2	Elect Director Iizuka, Atsushi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Japan Post Holdings Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Director Senda, Tetsuya	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.4	Elect Director Tanigaki, Kunio	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.5	Elect Director Kasama, Takayuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.6	Elect Director Okamoto, Tsuyoshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.7	Elect Director Kozuka, Mihar	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.8	Elect Director Kaiami, Makoto	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.9	Elect Director Satake, Akira	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.10	Elect Director Suwa, Takako	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.11	Elect Director Ito, Yayoi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.12	Elect Director Oeda, Hiroshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.13	Elect Director Kimura, Miyoko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.14	Elect Director Shindo, Kosei	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.15	Elect Director Shiono, Noriko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

KDDI Corp.

Meeting Date: 06/19/2024

Country: Japan

Ticker: 9433

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J31843105

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 70	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Tanaka, Takashi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: <input type="checkbox"/> There are no particular concerns about the nominee.</i>				
2.2	Elect Director Takahashi, Makoto	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: <input type="checkbox"/> There are no particular concerns about the nominee.</i>				
2.3	Elect Director Kuwahara, Yasuaki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: <input type="checkbox"/> There are no particular concerns about the nominee.</i>				
2.4	Elect Director Matsuda, Hiromichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: <input type="checkbox"/> There are no particular concerns about the nominee.</i>				
2.5	Elect Director Saishoji, Nanae	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: <input type="checkbox"/> There are no particular concerns about the nominee.</i>				
2.6	Elect Director Takezawa, Hiroshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: <input type="checkbox"/> There are no particular concerns about the nominee.</i>				
2.7	Elect Director Yamaguchi, Goro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: <input type="checkbox"/> The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
2.8	Elect Director Yamamoto, Keiji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: <input type="checkbox"/> The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
2.9	Elect Director Tannowa, Tsutomu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: <input type="checkbox"/> There are no particular concerns about the nominee.</i>				
2.10	Elect Director Okawa, Junko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: <input type="checkbox"/> There are no particular concerns about the nominee.</i>				

KDDI Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.11	Elect Director Okumiya, Kyoko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: <input type="checkbox"/> There are no particular concerns about the nominee.</i>					
2.12	Elect Director Ando, Makoto	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: <input type="checkbox"/> There are no particular concerns about the nominee.</i>					
3.1	Appoint Statutory Auditor Yamashita, Kazuyasu	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: <input type="checkbox"/> There are no particular concerns about the nominee.</i>					
3.2	Appoint Statutory Auditor Fukushima, Naoki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: <input type="checkbox"/> There are no particular concerns about the nominee.</i>					
3.3	Appoint Statutory Auditor Kogure, Kazutoshi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: <input type="checkbox"/> There are no particular concerns about the nominee.</i>					
3.4	Appoint Statutory Auditor Arima, Koji	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: <input type="checkbox"/> There are no particular concerns about the nominee.</i>					

Komatsu Ltd.

Meeting Date: 06/19/2024 **Country:** Japan **Ticker:** 6301
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J35759125

Shares Voted: 17,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 95	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>					
2.1	Elect Director Ohashi, Tetsuji	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.2	Elect Director Ogawa, Hiroyuki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.3	Elect Director Horikoshi, Takeshi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Komatsu Ltd.

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

Nippon Sanso Holdings Corp.

Meeting Date: 06/19/2024

Country: Japan

Ticker: 4091

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J5545N100

Shares Voted: 900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 24	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				

Nippon Sanso Holdings Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.1	Elect Director Hamada, Toshihiko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.2	Elect Director Nagata, Kenji	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.3	Elect Director Thomas Scott Kallman	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.4	Elect Director Raoul Giudici	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.5	Elect Director Hara, Miri	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.6	Elect Director Nagasawa, Katsumi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.7	Elect Director Miyatake, Masako	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.8	Elect Director Nakajima, Hideo	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.9	Elect Director Yamaji, Katsuhito	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.1	Appoint Statutory Auditor Akashi, Kentaro	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this nominee is warranted because: * The outside statutory auditor nominee's affiliation with the company could compromise independence.</i>					
3.2	Appoint Statutory Auditor Ichiya, Kohei	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this nominee is warranted because: * The outside statutory auditor nominee's affiliation with the company could compromise independence.</i>					

Nippon Yusen KK

Meeting Date: 06/19/2024

Country: Japan

Ticker: 9101

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J56515232

Shares Voted: 2,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 80	Mgmt	For	For	For

Nippon Yusen KK

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Nagasawa, Hitoshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: <input type="checkbox"/> There are no particular concerns about the nominee.</i>				
2.2	Elect Director Soga, Takaya	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: <input type="checkbox"/> There are no particular concerns about the nominee.</i>				
2.3	Elect Director Kono, Akira	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: <input type="checkbox"/> There are no particular concerns about the nominee.</i>				
2.4	Elect Director Higurashi, Yutaka	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: <input type="checkbox"/> There are no particular concerns about the nominee.</i>				
2.5	Elect Director Tanabe, Eiichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: <input type="checkbox"/> The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful because outside directors are not required in the category of "directors who are not audit committee members."</i>				
2.6	Elect Director Kanehara, Nobukatsu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: <input type="checkbox"/> There are no particular concerns about the nominee.</i>				
2.7	Elect Director Shisai, Satoko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: <input type="checkbox"/> There are no particular concerns about the nominee.</i>				

Sanyo Denki Co., Ltd.

Meeting Date: 06/19/2024

Country: Japan

Ticker: 6516

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J68768100

Shares Voted: 100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 75	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				

Sanyo Denki Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.1	Appoint Statutory Auditor Tsukada, Akira	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.2	Appoint Statutory Auditor Yamada, Takafumi	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this nominee is warranted because: * The outside statutory auditor nominee's affiliation with the company could compromise independence.</i>					

Subaru Corp.

Meeting Date: 06/19/2024 **Country:** Japan **Ticker:** 7270
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J7676H100

Shares Voted: 3,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 58	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>					
2.1	Elect Director Osaki, Atsushi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.2	Elect Director Hayata, Fumiaki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.3	Elect Director Nakamura, Tomomi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.4	Elect Director Mizuma, Katsuyuki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.5	Elect Director Fujinuki, Tetsuo	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.6	Elect Director Doi, Miwako	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.7	Elect Director Hachiuma, Fuminao	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.8	Elect Director Yamashita, Shigeru	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Subaru Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Appoint Statutory Auditor Tsutsumi, Hiromi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>					
4	Appoint Alternate Statutory Auditor Ryu, Hirohisa	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
5	Approve Restricted Stock Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * This plan is likely to help sharpen recipients' focus on share price performance and align their interests more closely with those of shareholders.</i>					
6	Approve Compensation Ceiling for Statutory Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * The size of the proposed ceiling cannot be regarded as high.</i>					

Vertiv Holdings Co.

Meeting Date: 06/19/2024 **Country:** USA **Ticker:** VRT
Record Date: 04/22/2024 **Meeting Type:** Annual
Primary Security ID: 92537N108

Shares Voted: 2,153

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director David M. Cote	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Joseph (Joe) DeAngelo, Roger Fradin, Edward (Ed) Monser, and Joseph van Dokkum for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee chair Joseph van Dokkum given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the charter which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>					
1b	Elect Director Giordano Albertazzi	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Joseph (Joe) DeAngelo, Roger Fradin, Edward (Ed) Monser, and Joseph van Dokkum for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee chair Joseph van Dokkum given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the charter which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>					
1c	Elect Director Joseph J. DeAngelo	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Joseph (Joe) DeAngelo, Roger Fradin, Edward (Ed) Monser, and Joseph van Dokkum for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee chair Joseph van Dokkum given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the charter which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1d	Elect Director Joseph van Dokkum	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Joseph (Joe) DeAngelo, Roger Fradin, Edward (Ed) Monser, and Joseph van Dokkum for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee chair Joseph van Dokkum given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the charter which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Roger Fradin	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Joseph (Joe) DeAngelo, Roger Fradin, Edward (Ed) Monser, and Joseph van Dokkum for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee chair Joseph van Dokkum given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the charter which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Jakki L. Haussler	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Joseph (Joe) DeAngelo, Roger Fradin, Edward (Ed) Monser, and Joseph van Dokkum for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee chair Joseph van Dokkum given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the charter which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Jacob Kotzubei	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Joseph (Joe) DeAngelo, Roger Fradin, Edward (Ed) Monser, and Joseph van Dokkum for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee chair Joseph van Dokkum given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the charter which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Matthew Louie	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Joseph (Joe) DeAngelo, Roger Fradin, Edward (Ed) Monser, and Joseph van Dokkum for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee chair Joseph van Dokkum given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the charter which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Edward L. Monser	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Joseph (Joe) DeAngelo, Roger Fradin, Edward (Ed) Monser, and Joseph van Dokkum for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee chair Joseph van Dokkum given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the charter which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Steven S. Reinemund	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Joseph (Joe) DeAngelo, Roger Fradin, Edward (Ed) Monser, and Joseph van Dokkum for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee chair Joseph van Dokkum given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the charter which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Robin L. Washington	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Joseph (Joe) DeAngelo, Roger Fradin, Edward (Ed) Monser, and Joseph van Dokkum for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee chair Joseph van Dokkum given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the charter which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				

Vertiv Holdings Co.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i></p>					
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST the ratification of the company's auditor is warranted given that non-audit fees represent 30.06 percent of the total fees received by the auditor during the fiscal year, raising substantial doubts over the independence of the auditor.</i></p>					

West Japan Railway Co.

Meeting Date: 06/19/2024 **Country:** Japan **Ticker:** 9021
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J95094108

Shares Voted: 36,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 84.5	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i></p>					
2.1	Elect Director Hasegawa, Kazuaki	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
2.2	Elect Director Tsutsui, Yoshinobu	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful because outside directors are not required in the category of "directors who are not audit committee members."</i></p>					
2.3	Elect Director Nozaki, Haruko	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
2.4	Elect Director Iino, Kenji	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
2.5	Elect Director Miyabe, Yoshiyuki	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
2.6	Elect Director Kurasaka, Shoji	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
2.7	Elect Director Tsubone, Eiji	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					

West Japan Railway Co.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.8	Elect Director Okuda, Hideo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.9	Elect Director Haruna, Koichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.10	Elect Director Inoue, Akira	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.11	Elect Director Urushihara, Takeshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.1	Elect Director and Audit Committee Member Ogura, Maki	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * This outside director candidate who will be an audit committee member lacks independence.</i>				
3.2	Elect Director and Audit Committee Member Tada, Makiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.3	Elect Director and Audit Committee Member Hazama, Emiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.4	Elect Director and Audit Committee Member Goto, Kenryo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Yakult Honsha Co., Ltd.

Meeting Date: 06/19/2024

Country: Japan

Ticker: 2267

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J95468120

Shares Voted: 2,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Narita, Hiroshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.2	Elect Director Hirano, Koichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.3	Elect Director Nagira, Masatoshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Yakult Honsha Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.4	Elect Director Hoshiko, Hideaki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.5	Elect Director Shimada, Junichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.6	Elect Director Tobe, Naoko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.7	Elect Director Shimbo, Katsuyoshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.8	Elect Director Nagasawa, Yumiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.9	Elect Director Akutsu, Satoshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.10	Elect Director Matthew Digby	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.11	Elect Director Naito, Manabu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.12	Elect Director Suzuki, Yasuyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.13	Elect Director Watanabe, Shuichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.14	Elect Director Kawabata, Hiroyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.15	Elect Director Fukuzawa, Toshihiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
2.1	Appoint Statutory Auditor Kawana, Hideyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Appoint Statutory Auditor Machida, Emi	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this nominee is warranted because: * The outside statutory auditor nominee's affiliation with the company could compromise independence.</i>				
2.3	Appoint Statutory Auditor Okochi, Kimikazu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Yakult Honsha Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.4	Appoint Statutory Auditor Kitamura, Satoko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.5	Appoint Statutory Auditor Onozuka, Yoshiaki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Alstom SA

Meeting Date: 06/20/2024 **Country:** France **Ticker:** ALO
Record Date: 06/18/2024 **Meeting Type:** Annual/Special
Primary Security ID: F0259M475

Shares Voted: 37,218

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Ordinary Business Approve Financial Statements and Statutory Reports	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.</i>					
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.</i>					
3	Approve Allocation of Income and Absence of Dividends	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted, despite the absence of a dividend, because of the losses incurred by the company over the past years.</i>					
4	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because the information disclosed in the auditors' special report does not raise any concerns.</i>					
5	Reelect Caisse de Depot et Placement du Quebec as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the reelection of this non-independent nominee (Kim Thomassin) is warranted given the satisfactory level of board independence (including all board members: 66.7 percent vs 33.3 percent recommended; excluding government representatives, employee representatives, and employee shareholder representatives (if any): 80.0 percent vs 50 percent recommended) and the absence of specific concerns (Item 5). A vote FOR the (re)elections of these independent nominees (Philippe Petitcolin and Jay Herbert Walder) is warranted in the absence of specific concerns (Items 6, 7, and 8).</i>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Ratify Appointment of Philippe Petitcolin as Director Following Resignation of Jay Walder	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the reelection of this non-independent nominee (Kim Thomassin) is warranted given the satisfactory level of board independence (including all board members: 66.7 percent vs 33.3 percent recommended; excluding government representatives, employee representatives, and employee shareholder representatives (if any): 80.0 percent vs 50 percent recommended) and the absence of specific concerns (Item 5). A vote FOR the (re)elections of these independent nominees (Philippe Petitcolin and Jay Herbert Walder) is warranted in the absence of specific concerns (Items 6, 7, and 8).</i>				
7	Elect Philippe Petitcolin as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the reelection of this non-independent nominee (Kim Thomassin) is warranted given the satisfactory level of board independence (including all board members: 66.7 percent vs 33.3 percent recommended; excluding government representatives, employee representatives, and employee shareholder representatives (if any): 80.0 percent vs 50 percent recommended) and the absence of specific concerns (Item 5). A vote FOR the (re)elections of these independent nominees (Philippe Petitcolin and Jay Herbert Walder) is warranted in the absence of specific concerns (Items 6, 7, and 8).</i>				
8	Elect Jay Walder as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the reelection of this non-independent nominee (Kim Thomassin) is warranted given the satisfactory level of board independence (including all board members: 66.7 percent vs 33.3 percent recommended; excluding government representatives, employee representatives, and employee shareholder representatives (if any): 80.0 percent vs 50 percent recommended) and the absence of specific concerns (Item 5). A vote FOR the (re)elections of these independent nominees (Philippe Petitcolin and Jay Herbert Walder) is warranted in the absence of specific concerns (Items 6, 7, and 8).</i>				
9	Appoint PricewaterhouseCoopers Audit as Auditor for the Sustainability Reporting	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
10	Appoint Mazars as Auditor for the Sustainability Reporting	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
11	Approve Amendment of Remuneration Policy of Chairman and CEO (2023/2024)	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this amendment of the director's remuneration policy for 2023/2024 is warranted in the absence of specific concerns.</i>				
12	Approve Amendment of Remuneration Policy of Directors (2023/2024)	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this amendment of the director's remuneration policy for 2023/2024 is warranted in the absence of specific concerns.</i>				
13	Approve Remuneration Policy of CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted but not without concern as the company fails to disclose the performance conditions and respective vesting scales of the LTIP.</i>				
14	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted because it does not raise any significant concern.</i>				
15	Approve Remuneration Policy of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted because it does not raise any significant concern.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
16	Approve Compensation Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>				
17	Approve Compensation of Henri Poupart-Lafarge, Chairman and CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted in the absence of significant concerns.</i>				
18	Authorize Repurchase of Up to 5 Percent of Issued Share Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: Such share buyback programs merit a vote FOR.</i>				
	Extraordinary Business	Mgmt			
19	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as such share capital reductions are favorable to shareholders.</i>				
20	Authorize Capitalization of Reserves of Up to EUR 1.345 Billion for Bonus Issue or Increase in Par Value	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted since this potential transfer of wealth is in shareholders' interests.</i>				
21	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 1.345 Billion	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the authorizations under Items 21-24 and 27-29 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights.</i>				
22	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 265 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the authorizations under Items 21-24 and 27-29 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights.</i>				
23	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 265 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the authorizations under Items 21-24 and 27-29 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights.</i>				
24	Authorize Board to Set Issue Price for 10 Percent Per Year of Issued Capital Pursuant to Issue Authority without Preemptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the authorizations under Items 21-24 and 27-29 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
25	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the employee stock purchase plans are warranted as their proposed volume respect the 10-percent recommended guidelines.</i>				
26	Authorize Capital Issuances for Use in Employee Stock Purchase Plans of International Subsidiaries	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the employee stock purchase plans are warranted as their proposed volume respect the 10-percent recommended guidelines.</i>				
27	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Above	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the authorizations under Items 21-24 and 27-29 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights.</i>				
28	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the authorizations under Items 21-24 and 27-29 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights.</i>				
29	Approve Issuance of Equity or Equity-Linked Securities Reserved for Specific Beneficiaries, up to Aggregate Nominal Amount of EUR 265 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the authorizations under Items 21-24 and 27-29 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights.</i>				
30	Authorize up to 6 Million Shares for Use in Restricted Stock Plans	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this authorization is warranted but not without concern as the company only vaguely discloses the performance conditions attached to these awards.</i>				
31	Amend Article 7 of Bylaws Re: Shareholding Disclosure Thresholds	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposal under Item 31 is warranted as it would allow higher statutory thresholds. A vote FOR the proposal under Item 32 is warranted as it would relax the statutory age limit for the Chair.</i>				
32	Amend Article 10 of Bylaws Re: Age Limit of Chairman of the Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposal under Item 31 is warranted as it would allow higher statutory thresholds. A vote FOR the proposal under Item 32 is warranted as it would relax the statutory age limit for the Chair.</i>				
	Ordinary Business	Mgmt			
33	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this routine item is warranted.</i>				

Meeting Date: 06/20/2024

Country: USA

Ticker: AGX

Record Date: 04/26/2024

Meeting Type: Annual

Primary Security ID: 04010E109

Shares Voted: 1,054

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Rainer H. Bosselmann	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members William (Bill) Leimkuhler, W.G. Champion Mitchell, and James Quinn for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Cynthia A. Flanders	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members William (Bill) Leimkuhler, W.G. Champion Mitchell, and James Quinn for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Peter W. Getsinger	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members William (Bill) Leimkuhler, W.G. Champion Mitchell, and James Quinn for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director William F. Griffin, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members William (Bill) Leimkuhler, W.G. Champion Mitchell, and James Quinn for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director John R. Jeffrey, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members William (Bill) Leimkuhler, W.G. Champion Mitchell, and James Quinn for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director William F. Leimkuhler	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members William (Bill) Leimkuhler, W.G. Champion Mitchell, and James Quinn for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director W.G. Champion Mitchell	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members William (Bill) Leimkuhler, W.G. Champion Mitchell, and James Quinn for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director James W. Quinn	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members William (Bill) Leimkuhler, W.G. Champion Mitchell, and James Quinn for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director Karen A. Sweeney	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members William (Bill) Leimkuhler, W.G. Champion Mitchell, and James Quinn for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Argan, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.10	Elect Director David H. Watson	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members William (Bill) Leimkuhler, W.G. Champion Mitchell, and James Quinn for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; and * The company maintains an auto-accelerated equity vesting change-in-control provision.</i>				
3	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				

Astellas Pharma, Inc.

Meeting Date: 06/20/2024 **Country:** Japan **Ticker:** 4503
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J03393105

Shares Voted: 37,600

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

Astellas Pharma, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.2	Elect Director and Audit Committee Member Nakayama, Mika	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.3	Elect Director and Audit Committee Member Aramaki, Tomoko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Biogen Inc.

Meeting Date: 06/20/2024 **Country:** USA **Ticker:** BIIB
Record Date: 04/25/2024 **Meeting Type:** Annual
Primary Security ID: 09062X103

Shares Voted: 1,647

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Caroline D. Dorsa	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Caroline Dorsa, William (Bill) Hawkins III, and Eric Rowinsky is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1b	Elect Director Maria C. Freire	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Caroline Dorsa, William (Bill) Hawkins III, and Eric Rowinsky is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1c	Elect Director William A. Hawkins	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Caroline Dorsa, William (Bill) Hawkins III, and Eric Rowinsky is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1d	Elect Director Susan K. Langer	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Caroline Dorsa, William (Bill) Hawkins III, and Eric Rowinsky is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1e	Elect Director Jesus B. Mantas	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Caroline Dorsa, William (Bill) Hawkins III, and Eric Rowinsky is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1f	Elect Director Monish Patolawala	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Caroline Dorsa, William (Bill) Hawkins III, and Eric Rowinsky is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1g	Elect Director Eric K. Rowinsky	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Caroline Dorsa, William (Bill) Hawkins III, and Eric Rowinsky is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1h	Elect Director Stephen A. Sherwin	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Caroline Dorsa, William (Bill) Hawkins III, and Eric Rowinsky is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

Biogen Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1i	Elect Director Christopher A. Viehbacher	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Caroline Dorsa, William (Bill) Hawkins III, and Eric Rowinsky is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 11.39 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted. The compensation committee demonstrated sufficient responsiveness to last year's low say-on-pay vote result. In addition, pay and performance are reasonably aligned, and no significant concerns were identified for the year in review. Incentive pay programs are largely performance-based and the compensation committee made positive changes to the LTI program for FY24.</i></p>					
4	Amend Certificate of Incorporation to Provide for the Exculpation of Officers	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i></p>					
5	Approve Omnibus Stock Plan	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i></p>					
6	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted given that * The purchase price is reasonable; * The number of shares reserved is relatively conservative; and * The offer period is within the prescribed limits under Section 423 of the Internal Revenue Code.</i></p>					

Capcom Co., Ltd.

Meeting Date: 06/20/2024

Country: Japan

Ticker: 9697

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J05187109

Shares Voted: 1,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 43	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i></p>					
2.1	Elect Director Tsujimoto, Kenzo	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
2.2	Elect Director Tsujimoto, Haruhiro	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.3	Elect Director Miyazaki, Satoshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Nomura, Kenkichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Egawa, Yoichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Ishida, Yoshinori	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Tsujimoto, Ryozo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Muranaka, Toru	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.9	Elect Director Mizukoshi, Yutaka	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.10	Elect Director Muto, Toshiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.11	Elect Director Hirose, Yumi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.12	Elect Director Koda, Main	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.1	Elect Director and Audit Committee Member Hirao, Kazushi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.2	Elect Director and Audit Committee Member Koro, Mutsuhiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.3	Elect Director and Audit Committee Member Kotani, Wataru	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4	Elect Alternate Director and Audit Committee Member Kanamori, Hitoshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
5	Approve Compensation Ceiling for Directors Who Are Not Audit Committee Members	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * The increase is intended to introduce/increase performance-based pay. * The size of the proposed ceiling cannot be regarded as high.</i>				

Capcom Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Approve Performance Share Plan	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * This plan is likely to help sharpen recipients' focus on share price performance and align their interests more closely with those of shareholders.</i></p>					

DENSO Corp.

Meeting Date: 06/20/2024 **Country:** Japan **Ticker:** 6902
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J12075107

Shares Voted: 11,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Arima, Koji	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
1.2	Elect Director Hayashi, Shinnosuke	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
1.3	Elect Director Matsui, Yasushi	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
1.4	Elect Director Yamazaki, Yasuhiko	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
1.5	Elect Director Toyoda, Akio	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
1.6	Elect Director Kushida, Shigeki	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
1.7	Elect Director Mitsuya, Yuko	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
1.8	Elect Director Joseph P. Schmelzeis, Jr	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
2	Appoint Alternate Statutory Auditor Kitagawa, Hiromi	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
3	Approve Restricted Stock Plan	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * This plan is likely to help sharpen recipients' focus on share price performance and align their interests more closely with those of shareholders.</i></p>					

Meeting Date: 06/20/2024

Country: USA

Ticker: DLTR

Record Date: 04/12/2024

Meeting Type: Annual

Primary Security ID: 256746108

Shares Voted: 2,456

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Richard W. Dreiling	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Edward (Ned) Kelly III, Cheryl Grise, Paul Hilal and Stephanie Stahl is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Cheryl W. Grise	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Edward (Ned) Kelly III, Cheryl Grise, Paul Hilal and Stephanie Stahl is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Daniel J. Heinrich	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Edward (Ned) Kelly III, Cheryl Grise, Paul Hilal and Stephanie Stahl is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Paul C. Hilal	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Edward (Ned) Kelly III, Cheryl Grise, Paul Hilal and Stephanie Stahl is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Edward J. Kelly, III	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Edward (Ned) Kelly III, Cheryl Grise, Paul Hilal and Stephanie Stahl is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Mary A. Laschinger	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Edward (Ned) Kelly III, Cheryl Grise, Paul Hilal and Stephanie Stahl is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Jeffrey G. Naylor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Edward (Ned) Kelly III, Cheryl Grise, Paul Hilal and Stephanie Stahl is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Winnie Y. Park	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Edward (Ned) Kelly III, Cheryl Grise, Paul Hilal and Stephanie Stahl is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Diane E. Randolph	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Edward (Ned) Kelly III, Cheryl Grise, Paul Hilal and Stephanie Stahl is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Dollar Tree, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1j	Elect Director Bertram L. Scott	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Edward (Ned) Kelly III, Cheryl Grise, Paul Hilal and Stephanie Stahl is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Stephanie P. Stahl	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Edward (Ned) Kelly III, Cheryl Grise, Paul Hilal and Stephanie Stahl is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Following last year's low say-on-pay vote, the compensation committee engaged with investors, disclosed their specific feedback, and addressed concerns related to special awards and CEO Dreiling's future grants. Although some concerns are raised surrounding the lack of forward-looking goal disclosure in the LTI, pay and performance are reasonably aligned, and incentive programs are largely performance-based.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Require Independent Board Chair	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the importance of having an independent chairman of the board.</i>				

DoorDash, Inc.

Meeting Date: 06/20/2024 **Country:** USA **Ticker:** DASH
Record Date: 04/24/2024 **Meeting Type:** Annual
Primary Security ID: 25809K105

Shares Voted: 2,876

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Elinor Mertz	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominees Tony Xu and Elinor (Ellie) Mertz is warranted for lack of diversity on the board. A vote AGAINST incumbent director nominees Tony Xu and Elinor (Ellie) Mertz is further warranted given the board's failure to remove, or subject to a reasonable sunset requirement, the dual-class capital structure and the classified board structure, each of which adversely impacts shareholder rights. A vote AGAINST Tony Xu is also warranted as his ownership of supervoting shares and participation in a voting agreement provides him and his co-founders with voting power control of the company. A vote FOR director Ashley Still is warranted.</i>				
1b	Elect Director Ashley Still	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominees Tony Xu and Elinor (Ellie) Mertz is warranted for lack of diversity on the board. A vote AGAINST incumbent director nominees Tony Xu and Elinor (Ellie) Mertz is further warranted given the board's failure to remove, or subject to a reasonable sunset requirement, the dual-class capital structure and the classified board structure, each of which adversely impacts shareholder rights. A vote AGAINST Tony Xu is also warranted as his ownership of supervoting shares and participation in a voting agreement provides him and his co-founders with voting power control of the company. A vote FOR director Ashley Still is warranted.</i>				

DoorDash, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1c	Elect Director Tony Xu	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominees Tony Xu and Elinor (Ellie) Mertz is warranted for lack of diversity on the board. A vote AGAINST incumbent director nominees Tony Xu and Elinor (Ellie) Mertz is further warranted given the board's failure to remove, or subject to a reasonable sunset requirement, the dual-class capital structure and the classified board structure, each of which adversely impacts shareholder rights. A vote AGAINST Tony Xu is also warranted as his ownership of supervoting shares and participation in a voting agreement provides him and his co-founders with voting power control of the company. A vote FOR director Ashley Still is warranted.</i></p>					
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.15 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; and * The company has not disclosed any risk mitigators, such as a clawback policy, CEO stock ownership guidelines, or stock holding period requirements.</i></p>					

East Japan Railway Co.

Meeting Date: 06/20/2024

Country: Japan

Ticker: 9020

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J1257M109

Shares Voted: 49,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 85	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i></p>					
2.1	Elect Director Fukasawa, Yuji	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
2.2	Elect Director Kise, Yoichi	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
2.3	Elect Director Ise, Katsumi	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
2.4	Elect Director Watari, Chiharu	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
2.5	Elect Director Ito, Atsuko	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
2.6	Elect Director Nakagawa, Harumi	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					

East Japan Railway Co.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.7	Elect Director Uchida, Hideji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Kawamoto, Hiroko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful because outside directors are not required in the category of "directors who are not audit committee members."</i>				
2.9	Elect Director Iwamoto, Toshio	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.10	Elect Director Noda, Yumiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.11	Elect Director Ohashi, Hiroshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3	Elect Director and Audit Committee Member Amaya, Tomoko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

eBay Inc.

Meeting Date: 06/20/2024 **Country:** USA **Ticker:** EBAY
Record Date: 04/22/2024 **Meeting Type:** Annual
Primary Security ID: 278642103

Shares Voted: 14,686

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Adriane M. Brown	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1b	Elect Director Aparna Chennapragada	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1c	Elect Director Logan D. Green	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1d	Elect Director E. Carol Hayles	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1e	Elect Director Jamie J. Iannone	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1f	Elect Director Shripriya Mahesh	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1g	Elect Director Paul S. Pressler	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
1h	Elect Director Zane Rowe	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
1i	Elect Director Mohak Shroff	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
1j	Elect Director Perry M. Traquina	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 6.05 percent of the fees paid to the auditor are for non-audit purposes.</i>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned. Although concerns are raised regarding the annual performance periods utilized for a portion of the equity awards, and the lack of forward-looking goal disclosure under the LTIP, the long-term incentives were predominantly performance-conditioned, and the annual incentives were primarily based on a pre-set financial metric.</i>					

Equity Residential

Meeting Date: 06/20/2024 **Country:** USA **Ticker:** EQR
Record Date: 03/28/2024 **Meeting Type:** Annual
Primary Security ID: 29476L107

Shares Voted: 1,111

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Angela M. Aman	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Linda Bynoe, Mary Kay Haben, Tahsinul Zia Huque and Mark Shapiro for lack of diversity on the board. A vote FOR Corporate Governance Committee member Nina Jones is warranted, with caution, due to restrictions on shareholders' ability to amend the company bylaws. A vote FOR the remaining director nominees is warranted.</i>					
1.2	Elect Director Linda Walker Bynoe	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Linda Bynoe, Mary Kay Haben, Tahsinul Zia Huque and Mark Shapiro for lack of diversity on the board. A vote FOR Corporate Governance Committee member Nina Jones is warranted, with caution, due to restrictions on shareholders' ability to amend the company bylaws. A vote FOR the remaining director nominees is warranted.</i>					
1.3	Elect Director Mary Kay Haben	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Linda Bynoe, Mary Kay Haben, Tahsinul Zia Huque and Mark Shapiro for lack of diversity on the board. A vote FOR Corporate Governance Committee member Nina Jones is warranted, with caution, due to restrictions on shareholders' ability to amend the company bylaws. A vote FOR the remaining director nominees is warranted.</i>					

Equity Residential

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.4	Elect Director Ann C. Hoff	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Linda Bynoe, Mary Kay Haben, Tahsinul Zia Huque and Mark Shapiro for lack of diversity on the board. A vote FOR Corporate Governance Committee member Nina Jones is warranted, with caution, due to restrictions on shareholders' ability to amend the company bylaws. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Tahsinul Zia Huque	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Linda Bynoe, Mary Kay Haben, Tahsinul Zia Huque and Mark Shapiro for lack of diversity on the board. A vote FOR Corporate Governance Committee member Nina Jones is warranted, with caution, due to restrictions on shareholders' ability to amend the company bylaws. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Nina P. Jones	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Linda Bynoe, Mary Kay Haben, Tahsinul Zia Huque and Mark Shapiro for lack of diversity on the board. A vote FOR Corporate Governance Committee member Nina Jones is warranted, with caution, due to restrictions on shareholders' ability to amend the company bylaws. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director John E. Neal	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Linda Bynoe, Mary Kay Haben, Tahsinul Zia Huque and Mark Shapiro for lack of diversity on the board. A vote FOR Corporate Governance Committee member Nina Jones is warranted, with caution, due to restrictions on shareholders' ability to amend the company bylaws. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director David J. Neithercut	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Linda Bynoe, Mary Kay Haben, Tahsinul Zia Huque and Mark Shapiro for lack of diversity on the board. A vote FOR Corporate Governance Committee member Nina Jones is warranted, with caution, due to restrictions on shareholders' ability to amend the company bylaws. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director Mark J. Parrell	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Linda Bynoe, Mary Kay Haben, Tahsinul Zia Huque and Mark Shapiro for lack of diversity on the board. A vote FOR Corporate Governance Committee member Nina Jones is warranted, with caution, due to restrictions on shareholders' ability to amend the company bylaws. A vote FOR the remaining director nominees is warranted.</i>				
1.10	Elect Director Mark S. Shapiro	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Linda Bynoe, Mary Kay Haben, Tahsinul Zia Huque and Mark Shapiro for lack of diversity on the board. A vote FOR Corporate Governance Committee member Nina Jones is warranted, with caution, due to restrictions on shareholders' ability to amend the company bylaws. A vote FOR the remaining director nominees is warranted.</i>				
1.11	Elect Director Stephen E. Sterrett	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Linda Bynoe, Mary Kay Haben, Tahsinul Zia Huque and Mark Shapiro for lack of diversity on the board. A vote FOR Corporate Governance Committee member Nina Jones is warranted, with caution, due to restrictions on shareholders' ability to amend the company bylaws. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				

Equity Residential

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * Modified single-trigger provision in change-in-control agreements; and * A lack of all the following risk-mitigating features: clawback policy, stock ownership guidelines, and stock holding requirements.</i></p>					

Ivanhoe Mines Ltd.

Meeting Date: 06/20/2024 **Country:** Canada **Ticker:** IVN
Record Date: 04/29/2024 **Meeting Type:** Annual
Primary Security ID: 46579R104

Shares Voted: 59,737

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Fix Number of Directors at Eleven	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote FOR this routine resolution.</i></p>					
2A	Elect Director Robert M. Friedland	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Tadeu Carneiro, Phumzile Mlambo-Ngcuka and Delphine Traore Maidou for lack of diversity on the board. Vote FOR the other proposed nominees.</i></p>					
2B	Elect Director Weibao (Webber) Hao	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Tadeu Carneiro, Phumzile Mlambo-Ngcuka and Delphine Traore Maidou for lack of diversity on the board. Vote FOR the other proposed nominees.</i></p>					
2C	Elect Director Tadeu Carneiro	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Tadeu Carneiro, Phumzile Mlambo-Ngcuka and Delphine Traore Maidou for lack of diversity on the board. Vote FOR the other proposed nominees.</i></p>					
2D	Elect Director Jinghe Chen	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Tadeu Carneiro, Phumzile Mlambo-Ngcuka and Delphine Traore Maidou for lack of diversity on the board. Vote FOR the other proposed nominees.</i></p>					
2E	Elect Director William Hayden	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Tadeu Carneiro, Phumzile Mlambo-Ngcuka and Delphine Traore Maidou for lack of diversity on the board. Vote FOR the other proposed nominees.</i></p>					
2F	Elect Director Martie Janse van Rensburg	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Tadeu Carneiro, Phumzile Mlambo-Ngcuka and Delphine Traore Maidou for lack of diversity on the board. Vote FOR the other proposed nominees.</i></p>					
2G	Elect Director Manfu Ma	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Tadeu Carneiro, Phumzile Mlambo-Ngcuka and Delphine Traore Maidou for lack of diversity on the board. Vote FOR the other proposed nominees.</i></p>					
2H	Elect Director Peter G. Meredith	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Tadeu Carneiro, Phumzile Mlambo-Ngcuka and Delphine Traore Maidou for lack of diversity on the board. Vote FOR the other proposed nominees.</i></p>					

Ivanhoe Mines Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2I	Elect Director Phumzile Mlambo-Ngcuka	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Tadeu Carneiro, Phumzile Mlambo-Ngcuka and Delphine Traore Maidou for lack of diversity on the board. Vote FOR the other proposed nominees.</i></p>					
2J	Elect Director Kgalema P. Motlanthe	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Tadeu Carneiro, Phumzile Mlambo-Ngcuka and Delphine Traore Maidou for lack of diversity on the board. Vote FOR the other proposed nominees.</i></p>					
2K	Elect Director Delphine Traore	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members Tadeu Carneiro, Phumzile Mlambo-Ngcuka and Delphine Traore Maidou for lack of diversity on the board. Vote FOR the other proposed nominees.</i></p>					
3	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 34.11 percent of the total audit fees paid to the auditor are attributable to non-audit fees.</i></p>					

Kingfisher plc

Meeting Date: 06/20/2024 **Country:** United Kingdom **Ticker:** KGF
Record Date: 06/18/2024 **Meeting Type:** Annual
Primary Security ID: G5256E441

Shares Voted: 9,001

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i></p>					
2	Approve Remuneration Report	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the remuneration report is considered warranted, as no material concerns have been identified. Nonetheless, it is noted that overall pay this year has been amplified by the vesting of legacy awards.</i></p>					
3	Approve Final Dividend	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i></p>					
4	Re-elect Claudia Arney as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Claudia Arney, Catherine Bradley, Jeffrey (Jeff) Carr, Sophie Gasperment, Rakhi Goss-Custard and William (Bill) Lennie is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i></p>					
5	Re-elect Bernard Bot as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Claudia Arney, Catherine Bradley, Jeffrey (Jeff) Carr, Sophie Gasperment, Rakhi Goss-Custard and William (Bill) Lennie is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Re-elect Catherine Bradley as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Claudia Arney, Catherine Bradley, Jeffrey (Jeff) Carr, Sophie Gasperment, Rakhi Goss-Custard and William (Bill) Lennie is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
7	Re-elect Jeff Carr as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Claudia Arney, Catherine Bradley, Jeffrey (Jeff) Carr, Sophie Gasperment, Rakhi Goss-Custard and William (Bill) Lennie is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
8	Re-elect Thierry Garnier as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Claudia Arney, Catherine Bradley, Jeffrey (Jeff) Carr, Sophie Gasperment, Rakhi Goss-Custard and William (Bill) Lennie is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
9	Re-elect Sophie Gasperment as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Claudia Arney, Catherine Bradley, Jeffrey (Jeff) Carr, Sophie Gasperment, Rakhi Goss-Custard and William (Bill) Lennie is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
10	Re-elect Rakhi Goss-Custard as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Claudia Arney, Catherine Bradley, Jeffrey (Jeff) Carr, Sophie Gasperment, Rakhi Goss-Custard and William (Bill) Lennie is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
11	Re-elect Bill Lennie as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Claudia Arney, Catherine Bradley, Jeffrey (Jeff) Carr, Sophie Gasperment, Rakhi Goss-Custard and William (Bill) Lennie is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
12	Reappoint Deloitte LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.2 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
13	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.2 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
14	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				
15	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
16	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				

Kingfisher plc

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

Marvell Technology, Inc.

Meeting Date: 06/20/2024

Country: USA

Ticker: MRVL

Record Date: 04/25/2024

Meeting Type: Annual

Primary Security ID: 573874104

Shares Voted: 10,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Sara Andrews	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Bradley (Brad) Buss, Rebecca (Becky) House, and Robert (Bob) Switz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1b	Elect Director W. Tudor Brown	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Bradley (Brad) Buss, Rebecca (Becky) House, and Robert (Bob) Switz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1c	Elect Director Brad W. Buss	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Bradley (Brad) Buss, Rebecca (Becky) House, and Robert (Bob) Switz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1d	Elect Director Daniel Durn	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Bradley (Brad) Buss, Rebecca (Becky) House, and Robert (Bob) Switz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1e	Elect Director Rebecca W. House	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Bradley (Brad) Buss, Rebecca (Becky) House, and Robert (Bob) Switz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

Marvell Technology, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1f	Elect Director Marachel L. Knight	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Bradley (Brad) Buss, Rebecca (Becky) House, and Robert (Bob) Switz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Matthew J. Murphy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Bradley (Brad) Buss, Rebecca (Becky) House, and Robert (Bob) Switz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Michael G. Strachan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Bradley (Brad) Buss, Rebecca (Becky) House, and Robert (Bob) Switz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Robert E. Switz	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Bradley (Brad) Buss, Rebecca (Becky) House, and Robert (Bob) Switz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Ford Tamer	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Bradley (Brad) Buss, Rebecca (Becky) House, and Robert (Bob) Switz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Richard P. Wallace	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Bradley (Brad) Buss, Rebecca (Becky) House, and Robert (Bob) Switz is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: The pay-for-performance misalignment is underscored by concerns regarding STI goal rigor and disclosure, and by regular LTI goal rigor and overall equity award magnitude. The STIP target goals were set below prior year's achievement levels, without a commensurate reduction in target pay opportunity. Further, the company does not disclose specific individual performance goals/results. Additional concerns are raised regarding the magnitude of the CEO's equity awards, which propel his total pay to more than four times the median of CEO peers. While majority performance-based, the relative TSR metric targets merely median performance, and the size of the CEO's regular equity awards are relatively large, which is more concerning in the context of him receiving a large one-time award. In light of these issues, a vote AGAINST this proposal is not warranted.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 13.17 percent of the fees paid to the auditor are for non-audit purposes.</i>				

MINISO Group Holding Limited

Meeting Date: 06/20/2024

Country: Cayman Islands

Ticker: 9896

Record Date: 05/06/2024

Meeting Type: Annual

Primary Security ID: G6180F108

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any specific concerns regarding the company's financial statements, a vote FOR this resolution is warranted.</i>				
2Ai	Elect Director Ye Guofu	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Guofu Ye and Yongping Wang is warranted for lack of diversity on the board. A vote AGAINST Guofu Ye is further warranted for serving as a non-independent member of certain key board committees.</i>				
2Aii	Elect Director Wang Yongping	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Guofu Ye and Yongping Wang is warranted for lack of diversity on the board. A vote AGAINST Guofu Ye is further warranted for serving as a non-independent member of certain key board committees.</i>				
2B	Approve Remuneration of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: Director fees at Hong Kong-listed companies are usually reasonable. In the absence of known concerns over director remuneration at the company, a vote FOR this proposal is warranted.</i>				
3	Approve KPMG as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 9.13 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4A	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST Item 4A is warranted given that the company has not specified the discount limit for issuance for cash and non-cash consideration. A vote AGAINST the share reissuance request in Item 4C is warranted given the following: * The reissuance of repurchased shares would cause the aggregate share issuance limit to exceed 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has not specified the discount limit for issuance for cash and non-cash consideration.</i>				
4B	Authorize Repurchase of Issued Share Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted given the absence of any known issues concerning the proposed share repurchase.</i>				
4C	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST Item 4A is warranted given that the company has not specified the discount limit for issuance for cash and non-cash consideration. A vote AGAINST the share reissuance request in Item 4C is warranted given the following: * The reissuance of repurchased shares would cause the aggregate share issuance limit to exceed 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has not specified the discount limit for issuance for cash and non-cash consideration.</i>				

nCino, Inc.

Meeting Date: 06/20/2024

Country: USA

Ticker: NCNO

Record Date: 04/22/2024

Meeting Type: Annual

Primary Security ID: 63947X101

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Pam Kilday	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominees Pierre Naude, Pamela (Pam) Kilday, and William Ruh is warranted for lack of diversity on the board. In the absence of governance committee members on ballot, a vote AGAINST incumbent director nominees Pierre Naude, Pamela (Pam) Kilday, and William Ruh is further warranted given the board's failure to remove, or subject to a sunset requirement, the classified board and supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights.</i>				
1b	Elect Director Pierre Naude	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominees Pierre Naude, Pamela (Pam) Kilday, and William Ruh is warranted for lack of diversity on the board. In the absence of governance committee members on ballot, a vote AGAINST incumbent director nominees Pierre Naude, Pamela (Pam) Kilday, and William Ruh is further warranted given the board's failure to remove, or subject to a sunset requirement, the classified board and supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights.</i>				
1c	Elect Director William J. Ruh	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominees Pierre Naude, Pamela (Pam) Kilday, and William Ruh is warranted for lack of diversity on the board. In the absence of governance committee members on ballot, a vote AGAINST incumbent director nominees Pierre Naude, Pamela (Pam) Kilday, and William Ruh is further warranted given the board's failure to remove, or subject to a sunset requirement, the classified board and supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				
4	Amend Certificate of Incorporation to Provide for the Exculpation of Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i>				
5	Declassify the Board of Directors	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because the declassification would enhance board accountability.</i>				

Nippon Telegraph & Telephone Corp.

Meeting Date: 06/20/2024

Country: Japan

Ticker: 9432

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J59396101

Nippon Telegraph & Telephone Corp.

Shares Voted: 181,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 2.6	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Sawada, Jun	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Shimada, Akira	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * The nominee, as the top executive of Nippon Telegraph & Telephone who has been the board for 12 years and who had been on the board of NTT West, when the data breach took place, should be considered accountable for data and security breach at NTT West, which would raise serious concerns over the credibility of NTT West and the entire NTT group.</i>				
2.3	Elect Director Kawazoe, Katsuhiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Hiroi, Takashi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Onishi, Sachiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Sakamura, Ken	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Uchinaga, Yukako	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Watanabe, Koichiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.9	Elect Director Endo, Noriko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.10	Elect Director Takei, Natsuko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3	Appoint Shareholder Director Nominee Maeda, Tomoki	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this shareholder nominee is recommended because: * The proponent fails to present a compelling case specifically explaining why a change to the board is needed.</i>				

Nitori Holdings Co., Ltd.

Meeting Date: 06/20/2024

Country: Japan

Ticker: 9843

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J58214131

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Nitori, Akio	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.2	Elect Director Shirai, Toshiyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.3	Elect Director Sudo, Fumihiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.4	Elect Director Takeda, Masanori	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.5	Elect Director Abiko, Hiromi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.6	Elect Director Okano, Takaaki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.7	Elect Director Miyauchi, Yoshihiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.8	Elect Director Yoshizawa, Naoko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.1	Elect Director and Audit Committee Member Kubo, Takao	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director and Audit Committee Member Izawa, Yoshiyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director and Audit Committee Member Ando, Hisayoshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Nova Ltd.

Meeting Date: 06/20/2024

Country: Israel

Ticker: NVMI

Record Date: 05/15/2024

Meeting Type: Annual

Primary Security ID: M7516K103

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Reelect Eitan Oppenheim as Director	Mgmt	For	For	
	<i>Voting Policy Rationale: As the company has provided sufficient information on these proposals and as there are no concerns with the board and its committees' structure and functioning, these items warrant a vote FOR.</i>				
1b	Reelect Avi Cohen as Director	Mgmt	For	For	
	<i>Voting Policy Rationale: As the company has provided sufficient information on these proposals and as there are no concerns with the board and its committees' structure and functioning, these items warrant a vote FOR.</i>				
1c	Reelect Raanan Cohen as Director	Mgmt	For	For	
	<i>Voting Policy Rationale: As the company has provided sufficient information on these proposals and as there are no concerns with the board and its committees' structure and functioning, these items warrant a vote FOR.</i>				
1d	Reelect Sarit Sagiv as Director	Mgmt	For	For	
	<i>Voting Policy Rationale: As the company has provided sufficient information on these proposals and as there are no concerns with the board and its committees' structure and functioning, these items warrant a vote FOR.</i>				
1e	Reelect Zehava Simon as Director	Mgmt	For	For	
	<i>Voting Policy Rationale: As the company has provided sufficient information on these proposals and as there are no concerns with the board and its committees' structure and functioning, these items warrant a vote FOR.</i>				
1f	Reelect Yaniv Garty as Director	Mgmt	For	For	
	<i>Voting Policy Rationale: As the company has provided sufficient information on these proposals and as there are no concerns with the board and its committees' structure and functioning, these items warrant a vote FOR.</i>				
2	Approve Amended Employment Terms of Gabriel Waisman, President and CEO	Mgmt	For	For	
	<i>Voting Policy Rationale: A vote FOR this item is warranted, as there are no apparent concerns regarding the amended terms and the level of dilution is in line with ISS guidelines.</i>				
3	Amend Articles of Association	Mgmt	For	For	
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the company disclosed sufficient information and there are no apparent concerns regarding the amended article of association.</i>				
4	Reappoint Kost Forer Gabbay & Kasierer as Auditors	Mgmt	For	For	
	<i>Voting Policy Rationale: A vote FOR this proposal to ratify the audit firm is warranted.</i>				
A	Vote FOR if you are a controlling shareholder or have a personal interest in one or several resolutions, as indicated in the proxy card; otherwise, vote AGAINST. You may not abstain. If you vote FOR, please provide an explanation to your account manager	Mgmt	None	Refer	
	<i>Voting Policy Rationale: Shareholders must indicate whether they are controlling shareholders or have a personal interest related to these agenda items, or else their ballots will not be counted.</i>				

Okta, Inc.

Meeting Date: 06/20/2024

Country: USA

Ticker: OKTA

Record Date: 04/24/2024

Meeting Type: Annual

Primary Security ID: 679295105

Shares Voted: 6,394

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Emilie Choi	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Michael (Mike) Stankey for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee member Michael (Mike) Stankey given the board's failure to remove, or subject to a reasonable sunset requirement, the classified board structure, the supermajority vote requirement to enact certain changes to the governing documents, and the multi-class capital structure with disparate voting rights, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i></p>				
1.2	Elect Director Todd McKinnon	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Michael (Mike) Stankey for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee member Michael (Mike) Stankey given the board's failure to remove, or subject to a reasonable sunset requirement, the classified board structure, the supermajority vote requirement to enact certain changes to the governing documents, and the multi-class capital structure with disparate voting rights, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i></p>				
1.3	Elect Director Michael Stankey	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Michael (Mike) Stankey for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee member Michael (Mike) Stankey given the board's failure to remove, or subject to a reasonable sunset requirement, the classified board structure, the supermajority vote requirement to enact certain changes to the governing documents, and the multi-class capital structure with disparate voting rights, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i></p>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 8.33 percent of the fees paid to the auditor are for non-audit purposes.</i></p>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * High CEO pay relative to company performance compared to the company's peers; and * High CEO pay in relation to company peer group CEO median pay levels.</i></p>				

OMRON Corp.

Meeting Date: 06/20/2024

Country: Japan

Ticker: 6645

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J61374120

Shares Voted: 29,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 52	Mgmt	For	For	For

OMRON Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * The company's reserves are adequate to cover the dividend.</i>				
2.1	Elect Director Yamada, Yoshihito	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Tsujinaga, Junta	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Miyata, Kiichiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Tomita, Masahiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Yukumoto, Shizuto	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Kamigama, Takehiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Kobayashi, Izumi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Suzuki, Yoshihisa	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3	Appoint Statutory Auditor Miura, Hiroshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4	Appoint Alternate Statutory Auditor Watanabe, Toru	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Ono Pharmaceutical Co., Ltd.

Meeting Date: 06/20/2024

Country: Japan

Ticker: 4528

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J61546115

Shares Voted: 16,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 40	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				

Ono Pharmaceutical Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.1	Elect Director Sagara, Gyo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Takino, Toichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Tsujinaka, Toshihiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Nomura, Masao	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Okuno, Akiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Nagae, Shusaku	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.1	Appoint Statutory Auditor Idemitsu, Kiyooki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.2	Appoint Statutory Auditor Hishiyama, Yasuo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Recruit Holdings Co., Ltd.

Meeting Date: 06/20/2024 **Country:** Japan **Ticker:** 6098
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J6433A101

Shares Voted: 16,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Minegishi, Masumi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.2	Elect Director Idekoba, Hisayuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.3	Elect Director Senaha, Ayano	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.4	Elect Director Rony Kahan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Recruit Holdings Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.5	Elect Director Izumiya, Naoki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.6	Elect Director Totoki, Hiroki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.7	Elect Director Honda, Keiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.8	Elect Director Katrina Lake	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.1	Appoint Statutory Auditor Nagashima, Yukiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Appoint Statutory Auditor Ogawa, Yoichiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Appoint Statutory Auditor Natori, Katsuya	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Appoint Alternate Statutory Auditor Tanaka, Miho	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3	Approve Compensation Ceiling for Statutory Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * The size of the proposed ceiling cannot be regarded as high.</i>				

Ricoh Co., Ltd.

Meeting Date: 06/20/2024

Country: Japan

Ticker: 7752

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J64683105

Shares Voted: 2,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 18	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Yamashita, Yoshinori	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's unfavorable ROE performance.</i>				

Ricoh Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.2	Elect Director Oyama, Akira	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's unfavorable ROE performance.</i>				
2.3	Elect Director Kawaguchi, Takashi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Yoko, Keisuke	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
2.5	Elect Director Tani, Sadafumi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Ishimura, Kazuhiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Ishiguro, Shigenao	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Takeda, Yoko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.1	Appoint Statutory Auditor Nishinomiya, Kazuo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.2	Appoint Statutory Auditor Suzuki, Kunimasa	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.3	Appoint Statutory Auditor Otsuka, Toshihiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4	Approve Annual Bonus	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposal is warranted because: * The total proposed amount of the bonuses is not excessively high.</i>				

SCSK Corp.

Meeting Date: 06/20/2024

Country: Japan

Ticker: 9719

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J70081104

Shares Voted: 1,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Amend Articles to Amend Provisions on Director Titles	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns resulting from the change to the articles.</i>				
2.1	Elect Director Yamano, Hideki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Toma, Takaaki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Ozaki, Tsutomu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Kato, Shinichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Kubo, Tetsuya	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful because outside directors are not required in the category of "directors who are not audit committee members."</i>				
2.6	Elect Director Hirata, Sadayo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Yamana, Shoei	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3	Elect Director and Audit Committee Member Miki, Yasuo	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * This outside director candidate who will be an audit committee member lacks independence.</i>				

Sekisui Chemical Co., Ltd.

Meeting Date: 06/20/2024

Country: Japan

Ticker: 4204

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J70703137

Shares Voted: 31,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 39	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				

Sekisui Chemical Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.1	Elect Director Koge, Teiji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Kato, Keita	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Kamiwaki, Futoshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Hirai, Yoshiyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Shimizu, Ikusuke	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Yoshida, Masahide	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Murakami, Kazuya	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Oeda, Hiroshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.9	Elect Director Nozaki, Haruko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.10	Elect Director Koezuka, Miharu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.11	Elect Director Miyai, Machiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.12	Elect Director Hatanaka, Yoshihiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Shionogi & Co., Ltd.

Meeting Date: 06/20/2024

Country: Japan

Ticker: 4507

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J74229105

Shares Voted: 5,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 85	Mgmt	For	For	For

Shionogi & Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Teshirogi, Isao	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Sawada, Takuko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Ando, Keiichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
2.4	Elect Director Ozaki, Hiroshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Takatsuki, Fumi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Fujiwara, Takaaki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.1	Appoint Statutory Auditor Okuhara, Shuichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.2	Appoint Statutory Auditor Kishida, Noriyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>				

SoftBank Corp.

Meeting Date: 06/20/2024 **Country:** Japan **Ticker:** 9434
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J75963132

Shares Voted: 17,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Amend Articles to Update Authorized Capital in Connection with Stock Split	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns resulting from the change to the articles.</i>				
2.1	Elect Director Imai, Yasuyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Miyakawa, Junichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

SoftBank Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.3	Elect Director Shimba, Jun	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Fujihara, Kazuhiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Son, Masayoshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Horiba, Atsushi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Kamigama, Takehiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Oki, Kazuaki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.9	Elect Director Koshi, Naomi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.10	Elect Director Sakamoto, Maki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.11	Elect Director Sasaki, Hiroko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3	Appoint Alternate Statutory Auditor Nakajima, Yasuhiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Sumitomo Mitsui Trust Holdings, Inc.

Meeting Date: 06/20/2024

Country: Japan

Ticker: 8309

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J7772M102

Shares Voted: 3,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 55	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * The company's reserves are adequate to cover the dividend.</i>				
2	Amend Articles to Change Company Name	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns resulting from the change to the articles.</i>				

Sumitomo Mitsui Trust Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Amend Articles to Increase Authorized Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns resulting from the change to the articles.</i>				
4.1	Elect Director Takakura, Toru	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's capital misallocation.</i>				
4.2	Elect Director Kaibara, Atsushi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4.3	Elect Director Suzuki, Yasuyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4.4	Elect Director Oyama, Kazuya	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4.5	Elect Director Okubo, Tetsuo	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's capital misallocation.</i>				
4.6	Elect Director Hashimoto, Masaru	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4.7	Elect Director Nakano, Toshiaki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4.8	Elect Director Kato, Koichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4.9	Elect Director Matsushita, Isao	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4.10	Elect Director Kawamoto, Hiroko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4.11	Elect Director Kato, Nobuaki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4.12	Elect Director Kashima, Kaoru	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4.13	Elect Director Ito, Tomonori	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4.14	Elect Director Watanabe, Hajime	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4.15	Elect Director Fujita, Hirokazu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Sumitomo Mitsui Trust Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.16	Elect Director Sakakibara, Kazuo	Mgmt	For	For	For

*Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.*

TAISEI Corp.

Meeting Date: 06/20/2024 **Country:** Japan **Ticker:** 1801
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J79561148

Shares Voted: 700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 65	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>					
2	Amend Articles to Amend Business Lines	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns resulting from the change to the articles.</i>					
3.1	Elect Director Tanaka, Shigeyoshi	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's capital misallocation.</i>					
3.2	Elect Director Aikawa, Yoshiro	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's capital misallocation.</i>					
3.3	Elect Director Okada, Masahiko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.4	Elect Director Shirakawa, Kenji	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.5	Elect Director Kasahara, Junichi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.6	Elect Director Yamaura, Mayuki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.7	Elect Director Yoshino, Yuichiro	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.8	Elect Director Nishimura, Atsuko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

TAISEI Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.9	Elect Director Otsuka, Norio	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
3.10	Elect Director Kokubu, Fumiya	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.11	Elect Director Kamijo, Tsutomu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
3.12	Elect Director Koide, Hiroko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4.1	Appoint Statutory Auditor Sato, Yasuhiro	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this nominee is warranted because: * The outside statutory auditor nominee's affiliation with the company could compromise independence.</i>				
4.2	Appoint Statutory Auditor Ohara, Keiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4.3	Appoint Statutory Auditor Miyauchi, Kazuhiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

TravelSky Technology Limited

Meeting Date: 06/20/2024 **Country:** China **Ticker:** 696
Record Date: 05/30/2024 **Meeting Type:** Annual
Primary Security ID: Y8972V101

Shares Voted: 105,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Report of the Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				
2	Approve Report of the Supervisory Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				
3	Approve Audited Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				

TravelSky Technology Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Approve Allocation of Profit and Distribution of Final Dividend	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted given that this is a reasonable request that is made in line with applicable laws in China.</i></p>					
5	Approve BDO China Shu Lun Pan Certified Public Accountants LLP as PRC Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the audit firm, its remuneration, and the way the audit was conducted.</i></p>					
6	Amend Articles of Association	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST is warranted because the proposed Articles amendments are not considered to adequately provide for accountability and transparency to shareholders.</i></p>					

UiPath, Inc.

Meeting Date: 06/20/2024 **Country:** USA **Ticker:** PATH
Record Date: 04/26/2024 **Meeting Type:** Annual
Primary Security ID: 90364P105

Shares Voted: 7,834

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Daniel Dines	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Philippe Botteri and Laela Sturdy for lack of diversity on the board. WITHHOLD votes are further warranted for incumbent governance members Philippe Botteri and Laela Sturdy for maintaining a multi-class capital structure with unequal voting rights that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for Daniel Dines as his ownership of the supervoting shares provides him with voting power control of the company. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Philippe Botteri	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Philippe Botteri and Laela Sturdy for lack of diversity on the board. WITHHOLD votes are further warranted for incumbent governance members Philippe Botteri and Laela Sturdy for maintaining a multi-class capital structure with unequal voting rights that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for Daniel Dines as his ownership of the supervoting shares provides him with voting power control of the company. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director Robert Enslin *Withdrawn Resolution*	Mgmt			
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Philippe Botteri and Laela Sturdy for lack of diversity on the board. WITHHOLD votes are further warranted for incumbent governance members Philippe Botteri and Laela Sturdy for maintaining a multi-class capital structure with unequal voting rights that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for Daniel Dines as his ownership of the supervoting shares provides him with voting power control of the company. A vote FOR the remaining director nominees is warranted.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1d	Elect Director Michael Gordon	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Philippe Botteri and Laela Sturdy for lack of diversity on the board. WITHHOLD votes are further warranted for incumbent governance members Philippe Botteri and Laela Sturdy for maintaining a multi-class capital structure with unequal voting rights that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for Daniel Dines as his ownership of the supervoting shares provides him with voting power control of the company. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Daniel D. Springer	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Philippe Botteri and Laela Sturdy for lack of diversity on the board. WITHHOLD votes are further warranted for incumbent governance members Philippe Botteri and Laela Sturdy for maintaining a multi-class capital structure with unequal voting rights that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for Daniel Dines as his ownership of the supervoting shares provides him with voting power control of the company. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Laela Sturdy	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Philippe Botteri and Laela Sturdy for lack of diversity on the board. WITHHOLD votes are further warranted for incumbent governance members Philippe Botteri and Laela Sturdy for maintaining a multi-class capital structure with unequal voting rights that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for Daniel Dines as his ownership of the supervoting shares provides him with voting power control of the company. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Karenann Terrell	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Philippe Botteri and Laela Sturdy for lack of diversity on the board. WITHHOLD votes are further warranted for incumbent governance members Philippe Botteri and Laela Sturdy for maintaining a multi-class capital structure with unequal voting rights that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for Daniel Dines as his ownership of the supervoting shares provides him with voting power control of the company. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Richard P. Wong	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Philippe Botteri and Laela Sturdy for lack of diversity on the board. WITHHOLD votes are further warranted for incumbent governance members Philippe Botteri and Laela Sturdy for maintaining a multi-class capital structure with unequal voting rights that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for Daniel Dines as his ownership of the supervoting shares provides him with voting power control of the company. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director June Yang	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Philippe Botteri and Laela Sturdy for lack of diversity on the board. WITHHOLD votes are further warranted for incumbent governance members Philippe Botteri and Laela Sturdy for maintaining a multi-class capital structure with unequal voting rights that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for Daniel Dines as his ownership of the supervoting shares provides him with voting power control of the company. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. The STI program is entirely based on financial goals, and payouts were capped below target when a hurdle goal was not achieved. However, quantified target goals for the STI are not disclosed, co-CEO Enslin's equity award value was relatively large, and equity awards for all NEOs lack performance-vesting criteria.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				

Universal Display Corporation

Meeting Date: 06/20/2024

Country: USA

Ticker: OLED

Record Date: 04/05/2024

Meeting Type: Annual

Primary Security ID: 91347P105

Shares Voted: 225

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Steven V. Abramson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1b	Elect Director Nigel Brown	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1c	Elect Director Cynthia J. Comparin	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1d	Elect Director Richard C. Elias	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1e	Elect Director Elizabeth H. Gemmill	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1f	Elect Director C. Keith Hartley	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1g	Elect Director Celia M. Joseph	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director Lawrence Lacerte	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1i	Elect Director Joan Lau	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1j	Elect Director Sidney D. Rosenblatt	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. Pay programs were primarily performance-based with disclosed STI goals and PSUs utilize a multi-year performance period. However, the maximum goal for the most heavily-weighted STI metric was set below the prior year's actual performance without a corresponding pay reduction or rationale for the specific goal-setting, and the metric was achieved above target. Additionally, the proxy does not disclose any forward-looking LTI goals, the maximum PSU vesting opportunity is high and the CEO's equity grant value is relatively large, particularly in the context of negative three-year TSR.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the ratification of the company's auditor is warranted given that non-audit fees represent 29.14 percent of the total fees received by the auditor during the fiscal year, raising substantial doubts over the independence of the auditor.</i>				

VIA Technologies, Inc.

Meeting Date: 06/20/2024

Country: Taiwan

Ticker: 2388

Record Date: 04/19/2024

Meeting Type: Annual

Primary Security ID: Y9363G109

Shares Voted: 2,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Business Report and Financial Statements	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for this routine resolution because no concerns have been identified.</i>					
2	Approve Plan on Profit Distribution	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because the proposed payout is considered reasonable.</i>					

Aon Plc

Meeting Date: 06/21/2024

Country: Ireland

Ticker: AON

Record Date: 04/12/2024

Meeting Type: Annual

Primary Security ID: G0403H108

Shares Voted: 270

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Lester B. Knight	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lester Knight, Fulvio Conti, Cheryl Francis, Richard Notebaert, and Gloria Santona is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.2	Elect Director Gregory C. Case	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lester Knight, Fulvio Conti, Cheryl Francis, Richard Notebaert, and Gloria Santona is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.3	Elect Director Jose Antonio Alvarez	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lester Knight, Fulvio Conti, Cheryl Francis, Richard Notebaert, and Gloria Santona is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.4	Elect Director Jin-Yong Cai	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lester Knight, Fulvio Conti, Cheryl Francis, Richard Notebaert, and Gloria Santona is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.5	Elect Director Jeffrey C. Campbell	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lester Knight, Fulvio Conti, Cheryl Francis, Richard Notebaert, and Gloria Santona is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.6	Elect Director Fulvio Conti	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lester Knight, Fulvio Conti, Cheryl Francis, Richard Notebaert, and Gloria Santona is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Cheryl A. Francis	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lester Knight, Fulvio Conti, Cheryl Francis, Richard Notebaert, and Gloria Santona is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Adriana Karaboutis	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lester Knight, Fulvio Conti, Cheryl Francis, Richard Notebaert, and Gloria Santona is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director Richard C. Notebaert	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lester Knight, Fulvio Conti, Cheryl Francis, Richard Notebaert, and Gloria Santona is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.10	Elect Director Gloria Santona	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lester Knight, Fulvio Conti, Cheryl Francis, Richard Notebaert, and Gloria Santona is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.11	Elect Director Sarah E. Smith	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lester Knight, Fulvio Conti, Cheryl Francis, Richard Notebaert, and Gloria Santona is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.12	Elect Director Byron O. Spruell	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lester Knight, Fulvio Conti, Cheryl Francis, Richard Notebaert, and Gloria Santona is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, with caution. In addition to ongoing concerns regarding STI and LTI goal disclosure, the company made significant one-time equity grants to two NEOs. These grants were, however, entirely performance-based and the design appears reasonably rigorous. Further, short-term incentives were primarily based on a pre-set, growth-based financial metric, and long-term incentives were entirely performance-conditioned with a multi-year measurement period. Lastly, CEO pay and company performance are reasonably aligned for the year in review.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.59 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Ratify Ernst & Young Chartered Accountants as Statutory Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.59 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.59 percent of the fees paid to the auditor are for non-audit purposes.</i>					
6	Authorise Issue of Equity	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these proposals is warranted because the proposed amounts and durations are within recommended limits.</i>					
7	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these proposals is warranted because the proposed amounts and durations are within recommended limits.</i>					

Central Japan Railway Co.

Meeting Date: 06/21/2024 **Country:** Japan **Ticker:** 9022
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J05523105

Shares Voted: 96,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 15	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>					
2.1	Elect Director Kaneko, Shin	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.2	Elect Director Niwa, Shunsuke	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.3	Elect Director Takeda, Kentaro	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.4	Elect Director Nakamura, Akihiko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.5	Elect Director Mizuno, Takanori	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.6	Elect Director Suzuki, Hiroshi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.7	Elect Director Tsuge, Koei	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.8	Elect Director Kasama, Haruo	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Central Japan Railway Co.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.9	Elect Director Oshima, Taku	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.10	Elect Director Nagano, Tsuyoshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
2.11	Elect Director Kiba, Hiroko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.12	Elect Director Joseph Schmelzeis	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3	Appoint Statutory Auditor Kinoshita, Shione	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

China Overseas Land & Investment Ltd.

Meeting Date: 06/21/2024 **Country:** Hong Kong **Ticker:** 688
Record Date: 06/17/2024 **Meeting Type:** Annual
Primary Security ID: Y15004107

Shares Voted: 136,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR this resolution is warranted.</i>				
2	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine dividend proposal.</i>				
3a	Elect Yan Jianguo as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the election of all nominees is warranted.</i>				
3b	Elect Zhao Wenhai as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the election of all nominees is warranted.</i>				
3c	Elect Chan Ka Keung, Ceajer as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the election of all nominees is warranted.</i>				
3d	Elect Chan Ching Har, Eliza as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the election of all nominees is warranted.</i>				

China Overseas Land & Investment Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For	For
<i>Voting Policy Rationale: Director fees at Hong Kong-listed companies are usually reasonable. In the absence of known concerns over director remuneration at the company, a vote FOR this proposal is warranted.</i>					
5	Approve Ernst & Young as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the audit firm, its remuneration, and the way the audit was conducted.</i>					
6	Authorize Repurchase of Issued Share Capital	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted given the absence of any known issues concerning the proposed share repurchase.</i>					
7	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted given that the company has not specified the discount limit for issuance for cash and non-cash consideration.</i>					

China Three Gorges Renewables (Group) Co., Ltd.

Meeting Date: 06/21/2024

Country: China

Ticker: 600905

Record Date: 06/12/2024

Meeting Type: Annual

Primary Security ID: Y1521K106

Shares Voted: 256,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Report of the Board of Directors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
2	Approve Report of the Board of Supervisors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
3	Approve Financial Statements	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
4	Approve Profit Distribution	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because the proposed dividend payout is considered reasonable.</i>					
5	Approve Annual Report and Summary	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>					
6	Approve Remuneration of Directors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					

China Three Gorges Renewables (Group) Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Approve Remuneration of Supervisors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
8	Approve Investment Plan and Financial Budget	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted due to lack of disclosure.</i>				
9	Approve Bond Financing Plan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted given the lack of disclosure of any pertinent details of the plan.</i>				
10	Approve Related Party Transaction	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted since the proposed related-party transactions include a financial service agreement with the group finance company, which may expose the company to unnecessary risks.</i>				
11	Approve Appointment of Internal Control Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				

Concordia Financial Group, Ltd.

Meeting Date: 06/21/2024 **Country:** Japan **Ticker:** 7186
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J08613101

Shares Voted: 4,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Kataoka, Tatsuya	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.2	Elect Director Onodera, Nobuo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.3	Elect Director Oishi, Yoshiyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.4	Elect Director Arai, Tomoki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.5	Elect Director Onuki, Toshihiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.6	Elect Director Akiyoshi, Mitsuru	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.7	Elect Director Yamada, Yoshinobu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: There are no particular concerns about the nominee.</i>				

Concordia Financial Group, Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.8	Elect Director Yoda, Mami	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.1	Appoint Statutory Auditor Hashimoto, Keiichiro	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.2	Appoint Statutory Auditor Fusamura, Seiichi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Daifuku Co., Ltd.

Meeting Date: 06/21/2024 **Country:** Japan **Ticker:** 6383
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J08988107

Shares Voted: 13,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Amend Articles to Change Fiscal Year End	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns resulting from the change to the articles.</i>					
2.1	Elect Director Geshiro, Hiroshi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.2	Elect Director Sato, Seiji	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.3	Elect Director Nobuta, Hiroshi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.4	Elect Director Takubo, Hideaki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.5	Elect Director Terai, Tomoaki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.6	Elect Director Ozawa, Yoshiaki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>					
2.7	Elect Director Sakai, Mineo	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.8	Elect Director Kato, Kaku	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Daifuku Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.9	Elect Director Kaneko, Keiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.10	Elect Director Gideon Franklin	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3	Appoint Statutory Auditor Hakoda, Eiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Daiwa Securities Group, Inc.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 8601

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J11718111

Shares Voted: 8,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Nakata, Seiji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.2	Elect Director Ogino, Akihiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.3	Elect Director Niizuma, Shinsuke	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.4	Elect Director Tashiro, Keiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.5	Elect Director Sato, Eiji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.6	Elect Director Hanaoka, Sachiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.7	Elect Director Kawai, Eriko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.8	Elect Director Nishikawa, Katsuyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.9	Elect Director Iwamoto, Toshio	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.10	Elect Director Murakami, Yumiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Daiwa Securities Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.11	Elect Director Iki, Noriko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.12	Elect Director Yunoki, Mami	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

DISCO Corp.

Meeting Date: 06/21/2024 **Country:** Japan **Ticker:** 6146
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J12327102

Shares Voted: 500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 231	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>					
2.1	Elect Director Sekiya, Kazuma	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.2	Elect Director Yoshinaga, Noboru	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.3	Elect Director Tamura, Takao	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.4	Elect Director Inasaki, Ichiro	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.5	Elect Director Tamura, Shinichi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.6	Elect Director Yamaguchi, Yusei	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.7	Elect Director Tokimaru, Kazuyoshi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.8	Elect Director Oki, Noriko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.9	Elect Director Matsuo, Akiko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

DISCO Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.10	Elect Director Kobayashi, Etsuko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.11	Elect Director Mogi, Miki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Elia Group SA/NV

Meeting Date: 06/21/2024 **Country:** Belgium **Ticker:** ELI
Record Date: 06/07/2024 **Meeting Type:** Extraordinary Shareholders
Primary Security ID: B35656105

Shares Voted: 4,502

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Extraordinary Shareholders' Meeting Agenda Receive Special Board Report Re: Article 7:199 and 7:155 of the Companies and Associations Code	Mgmt			
<i>Voting Policy Rationale: This is a non-voting item.</i>					
2	Approve Authorization to Increase Share Capital up to 70 percent of Authorized Capital by Various Means and Amend Article 7 of the Articles of Association	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because: * The proposed capital authorization is specifically purposed to finance the company's updated Capex programme for the next five years (2024-2028); * The company has provided compelling background and planning on investments as part of its strategy update as explained on the capital markets day on Dec. 8, 2023; * The planned Capex expenditure is largely part of regulated development plans and as such subject to further regulatory approvals; * The company has also provided further details on expected returns (ROE of 7-8 percent) in the coming years, and market reaction to the updated capex programme was positive. However, this is not without some level of concern for the extensive time horizon on this specific capital authorization and that it might be done with exclusion of preemptive rights for up to 20 percent of current issued capital.</i>					

Harmonic Drive Systems, Inc.

Meeting Date: 06/21/2024 **Country:** Japan **Ticker:** 6324
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J1886F103

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 10	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * The company's reserves are still adequate to cover the dividend.</i>				
2.1	Elect Director Nagai, Akira	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's unfavorable ROE performance.</i>				
2.2	Elect Director Maruyama, Akira	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's unfavorable ROE performance.</i>				
2.3	Elect Director Kamijo, Kazutoshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Tanioka, Yoshihiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Shirasawa, Naomi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Yoshida, Haruhiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
2.7	Elect Director Nakamura, Masanobu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
2.8	Elect Director Fukuda, Yoshio	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.9	Elect Director Hayashi, Kazuhiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.10	Elect Director Kitamoto, Kaeko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.1	Appoint Statutory Auditor Yokogoshi, Yoshitsugu	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this nominee is warranted because: * The outside statutory auditor nominee's affiliation with the company could compromise independence.</i>				
3.2	Appoint Statutory Auditor Iguchi, Hidefumi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Harmonic Drive Systems, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.3	Appoint Statutory Auditor Imazato, Eisaku	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this nominee is warranted because: * The outside statutory auditor nominee's affiliation with the company could compromise independence.</i>					
3.4	Appoint Statutory Auditor Higashi, Nobuyuki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>					

HIROSE ELECTRIC CO., LTD.

Meeting Date: 06/21/2024 **Country:** Japan **Ticker:** 6806
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J19782101

Shares Voted: 228

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 220	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>					
2.1	Elect Director Ishii, Kazunori	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.2	Elect Director Kamagata, Shin	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.3	Elect Director Sato, Hiroshi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.4	Elect Director Obara, Shu	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.5	Elect Director Gunji, Yoshihiro	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.6	Elect Director Sang-Yeob Lee	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.7	Elect Director Hotta, Kensuke	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.8	Elect Director Motonaga, Tetsuji	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

HIROSE ELECTRIC CO., LTD.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.9	Elect Director Nishimatsu, Masanori	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful because outside directors are not required in the category of "directors who are not audit committee members."</i>					
2.10	Elect Director Sakata, Seiji	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Hitachi Ltd.

Meeting Date: 06/21/2024 **Country:** Japan **Ticker:** 6501
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J20454112

Shares Voted: 9,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Ihara, Katsumi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.2	Elect Director Ravi Venkatesan	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.3	Elect Director Sugawara, Ikuro	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.4	Elect Director Isabelle Deschamps	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.5	Elect Director Joe Harlan	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.6	Elect Director Louise Pentland	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.7	Elect Director Yamamoto, Takatoshi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.8	Elect Director Yoshihara, Hiroaki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.9	Elect Director Helmuth Ludwig	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.10	Elect Director Kojima, Keiji	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Hitachi Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.11	Elect Director Nishiyama, Mitsuaki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.12	Elect Director Higashihara, Toshiaki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Informa Plc

Meeting Date: 06/21/2024 **Country:** United Kingdom **Ticker:** INF
Record Date: 06/19/2024 **Meeting Type:** Annual
Primary Security ID: G4770L106

Shares Voted: 24,364

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Re-elect John Rishton as Director	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members John Rishton, Mary McDowell, Andrew (Andy) Ransom, Louise Smalley, Gillian (Gill) Whitehead, Rosemary Wilson and Zheng Yin is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>					
2	Re-elect Stephen Carter as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members John Rishton, Mary McDowell, Andrew (Andy) Ransom, Louise Smalley, Gillian (Gill) Whitehead, Rosemary Wilson and Zheng Yin is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>					
3	Re-elect Mary McDowell as Director	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members John Rishton, Mary McDowell, Andrew (Andy) Ransom, Louise Smalley, Gillian (Gill) Whitehead, Rosemary Wilson and Zheng Yin is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>					
4	Re-elect Gareth Wright as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members John Rishton, Mary McDowell, Andrew (Andy) Ransom, Louise Smalley, Gillian (Gill) Whitehead, Rosemary Wilson and Zheng Yin is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>					
5	Re-elect Gill Whitehead as Director	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members John Rishton, Mary McDowell, Andrew (Andy) Ransom, Louise Smalley, Gillian (Gill) Whitehead, Rosemary Wilson and Zheng Yin is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>					
6	Re-elect Louise Smalley as Director	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members John Rishton, Mary McDowell, Andrew (Andy) Ransom, Louise Smalley, Gillian (Gill) Whitehead, Rosemary Wilson and Zheng Yin is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Re-elect Patrick Martell as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members John Rishton, Mary McDowell, Andrew (Andy) Ransom, Louise Smalley, Gillian (Gill) Whitehead, Rosemary Wilson and Zheng Yin is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
8	Re-elect Joanne Wilson as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members John Rishton, Mary McDowell, Andrew (Andy) Ransom, Louise Smalley, Gillian (Gill) Whitehead, Rosemary Wilson and Zheng Yin is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
9	Re-elect Zheng Yin as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members John Rishton, Mary McDowell, Andrew (Andy) Ransom, Louise Smalley, Gillian (Gill) Whitehead, Rosemary Wilson and Zheng Yin is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
10	Re-elect Andrew Ransom as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members John Rishton, Mary McDowell, Andrew (Andy) Ransom, Louise Smalley, Gillian (Gill) Whitehead, Rosemary Wilson and Zheng Yin is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
11	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>				
12	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted in absence of significant concerns.</i>				
13	Approve Remuneration Policy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted, but is not without concern: * The maximum LTIP award level will increase from 325% of salary to 400% of salary. The main reasons for support are: * The increased award level is supported by the increase in the Group's size and complexity, * The larger opportunity is not unreasonable against UK peers, and remains referenced against UK companies, as opposed to the typically higher-paying US market; * The LTIP is based mainly on financial performance, targets are quantifiable, and there are no recent concerns with the stretch of targets; * The increase is proposed against the backdrop of strong performance, making it more palatable; and * There are no overriding concerns in terms of the overall structure of the remuneration policy.</i>				
14	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
15	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.5 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
16	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.5 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
17	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				

Informa Plc

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

ITOCHU Corp.

Meeting Date: 06/21/2024 **Country:** Japan **Ticker:** 8001
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J2501P104

Shares Voted: 7,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 80	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Okafuji, Masahiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Ishii, Keita	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Kobayashi, Fumihiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Hachimura, Tsuyoshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

ITOCHU Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.5	Elect Director Tsubai, Hiroyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Seto, Kenji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Naka, Hiroyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Kawana, Masatoshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.9	Elect Director Nakamori, Makiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.10	Elect Director Ishizuka, Kunio	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.11	Elect Director Ito, Akiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3	Appoint Statutory Auditor Kyoda, Makoto	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * This plan is likely to help sharpen recipients' focus on share price performance and align their interests more closely with those of shareholders.</i>				

JD Health International Inc.

Meeting Date: 06/21/2024 **Country:** Cayman Islands **Ticker:** 6618
Record Date: 06/17/2024 **Meeting Type:** Annual
Primary Security ID: G5074A100

Shares Voted: 27,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR this resolution is warranted.</i>				
2.1	Elect Ling Li as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted.</i>				
2.2	Elect Jiyu Zhang as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted.</i>				

JD Health International Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.3	Elect Xingyao Chen as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted.</i>				
3	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: Director fees at Hong Kong-listed companies are usually reasonable. In the absence of known concerns over director remuneration at the company, a vote FOR this proposal is warranted.</i>				
4	Approve Deloitte Touche Tohmatsu as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the audit firm, its remuneration, and the way the audit was conducted.</i>				
5a	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST these resolutions is warranted for the following: * The aggregate share issuance limit is greater than 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has not specified the discount limit for issuance for cash and non-cash consideration.</i>				
5b	Authorize Repurchase of Issued Share Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted given the absence of any known issues concerning the proposed share repurchase.</i>				
5c	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST these resolutions is warranted for the following: * The aggregate share issuance limit is greater than 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has not specified the discount limit for issuance for cash and non-cash consideration.</i>				
6	Adopt Seventh Amended and Restated Memorandum and Articles of Association and Related Transactions	Mgmt	For	For	For
	<i>Voting Policy Rationale: Given that the amendments are mainly proposed to reflect changes in the relevant laws and regulations and that overall, the amendments would enhance shareholders' rights, a vote FOR this proposal is warranted.</i>				

Kawasaki Kisen Kaisha, Ltd.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 9107

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J31588148

Shares Voted: 700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 150	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				

Kawasaki Kisen Kaisha, Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.1	Elect Director Myochin, Yukikazu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Harigai, Kazuhiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Yamaga, Noriaki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Yamada, Keiji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Uchida, Ryuhei	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
2.6	Elect Director Kotaka, Koji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Maki, Hiroyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Masai, Takako	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3	Appoint Statutory Auditor Kubo, Shinsuke	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4	Appoint Alternate Statutory Auditor Kumakura, Akiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Kintetsu Group Holdings Co., Ltd.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 9041

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J3S955116

Shares Voted: 25,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 50	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Tsuji, Takashi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Kintetsu Group Holdings Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.2	Elect Director Wakai, Takashi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Kobayashi, Tetsuya	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Hara, Shiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Hayashi, Nobu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Matsumoto, Akihiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Kasamatsu, Hiroyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Yanagi, Masanori	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
2.9	Elect Director Katayama, Toshiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.10	Elect Director Nagaoka, Takashi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
2.11	Elect Director Mikasa, Yuji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
2.12	Elect Director Ueda, Naoyoshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.1	Appoint Statutory Auditor Tada, Hitoshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.2	Appoint Statutory Auditor Maeda, Masahiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.3	Appoint Statutory Auditor Suzuki, Kazumi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Kintetsu Group Holdings Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.4	Appoint Statutory Auditor Inoue, Michiko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.5	Appoint Statutory Auditor Nakamura, Tetsuo	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Match Group, Inc.

Meeting Date: 06/21/2024 **Country:** USA **Ticker:** MTCH
Record Date: 04/22/2024 **Meeting Type:** Annual
Primary Security ID: 57667L107

Shares Voted: 1,247

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Wendi Murdoch *Withdrawn Resolution*	Mgmt			
<i>Voting Policy Rationale: Wendi Murdoch (Item 1.1) is not seeking re-election at this meeting. Accordingly, votes on her election will not be tabulated or reported. A vote FOR the remaining director nominees is warranted.</i>					
1b	Elect Director Spencer Rascoff	Mgmt	For	For	For
<i>Voting Policy Rationale: Wendi Murdoch (Item 1.1) is not seeking re-election at this meeting. Accordingly, votes on her election will not be tabulated or reported. A vote FOR the remaining director nominees is warranted.</i>					
1c	Elect Director Glenn H. Schiffman	Mgmt	For	For	For
<i>Voting Policy Rationale: Wendi Murdoch (Item 1.1) is not seeking re-election at this meeting. Accordingly, votes on her election will not be tabulated or reported. A vote FOR the remaining director nominees is warranted.</i>					
1d	Elect Director Pamela S. Seymon	Mgmt	For	For	For
<i>Voting Policy Rationale: Wendi Murdoch (Item 1.1) is not seeking re-election at this meeting. Accordingly, votes on her election will not be tabulated or reported. A vote FOR the remaining director nominees is warranted.</i>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the proposal is warranted. Following a failed say-on-pay vote result, the company was fully responsive to shareholder concerns and made positive changes to the pay program as well as firm commitments going forward. Additionally, CEO pay and performance were aligned for the year in review, and concerns regarding the subjective nature of the annual bonus program will be addressed in FY24, in direct response to shareholder feedback.</i>					
3	Approve Omnibus Stock Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>					
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>					

Meeting Date: 06/21/2024

Country: Japan

Ticker: 3088

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J41208109

Shares Voted: 8,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 20	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Matsumoto, Namio	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Matsumoto, Kiyo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Tsukamoto, Atsushi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Matsumoto, Takashi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Obe, Shingo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Ishibashi, Akio	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Yamamoto, Tsuyoshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Matsuda, Takashi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.9	Elect Director Matsushita, Isao	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.10	Elect Director Omura, Hiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.11	Elect Director Kimura, Keiji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.12	Elect Director Tanima, Makoto	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.13	Elect Director Kawai, Junko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

MatsukiyoCocokara & Co.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.14	Elect Director Okiyama, Tomoko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.1	Appoint Statutory Auditor Koike, Noriko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.2	Appoint Statutory Auditor Watanabe, Shoichi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
4	Approve Restricted Stock Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * This plan is likely to help sharpen recipients' focus on share price performance and align their interests more closely with those of shareholders.</i>					

Mitsubishi Corp.

Meeting Date: 06/21/2024 **Country:** Japan **Ticker:** 8058
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J43830116

Shares Voted: 19,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 35	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>					
2	Amend Articles to Amend Business Lines - Adopt Board Structure with Audit Committee - Amend Provisions on Number of Directors - Authorize Board to Determine Income Allocation	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns resulting from the change to the articles.</i>					
3.1	Elect Director Kakiuchi, Takehiko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.2	Elect Director Nakanishi, Katsuya	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.3	Elect Director Tsukamoto, Kotaro	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.4	Elect Director Kashiwagi, Yutaka	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.5	Elect Director Nochi, Yuzo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.6	Elect Director Nojima, Yoshiyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.7	Elect Director Miyanaga, Shunichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful because outside directors are not required in the category of "directors who are not audit committee members."</i>				
3.8	Elect Director Akiyama, Sakie	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.9	Elect Director Sagiya, Mari	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.10	Elect Director Kogiso, Mari	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4.1	Elect Director and Audit Committee Member Icho, Mitsumasa	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4.2	Elect Director and Audit Committee Member Murakoshi, Akira	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4.3	Elect Director and Audit Committee Member Tatsuoka, Tsuneyoshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4.4	Elect Director and Audit Committee Member Sato, Rieko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4.5	Elect Director and Audit Committee Member Nakao, Takeshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
5	Elect Alternate Director and Audit Committee Member Akiyama, Sakie	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Mitsubishi Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Approve Cash Compensation Ceiling and Two Types of Performance-Based Cash Compensation Ceilings for Directors Who Are Not Audit Committee Members	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * The proposal reflects the company's adoption of a board with an audit committee, which appears beneficial to shareholders. * The company seeks to introduce/pay performance-based compensation.</i>					
7	Approve Compensation Ceiling for Directors Who Are Audit Committee Members	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * The proposal reflects the company's adoption of a board with an audit committee, which appears beneficial to shareholders.</i>					
8	Approve Deep Discount Stock Option Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * This plan is likely to help sharpen recipients' focus on share price performance and align their interests more closely with those of shareholders.</i>					

NEC Corp.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 6701

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J48818207

Shares Voted: 11,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Christina Ahmadjian	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.2	Elect Director Oka, Masashi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The affiliated outsider's presence on the board cannot be regarded detrimental when the board is majority independent.</i>					
1.3	Elect Director Okada, Kyoko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.4	Elect Director Mochizuki, Harufumi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.5	Elect Director Okada, Joji	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.6	Elect Director Yamada, Yoshihito	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.7	Elect Director Sato, Shinjiro	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

NEC Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.8	Elect Director Nagata, Shiori	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.9	Elect Director Niino, Takashi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.10	Elect Director Morita, Takayuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.11	Elect Director Fujikawa, Osamu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.12	Elect Director Matsukura, Hajime	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.13	Elect Director Obata, Shinobu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

NIPPON STEEL CORP.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 5401

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J55678106

Shares Voted: 5,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 85	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Hashimoto, Eiji	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this nominee is warranted because: * The nominee is a top executive at the company, and the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments.</i>				
2.2	Elect Director Imai, Tadashi	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this nominee is warranted because: * The nominee is a top executive at the company, and the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments.</i>				
2.3	Elect Director Mori, Takahiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Sato, Naoki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Hirose, Takashi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.6	Elect Director Fukuda, Kazuhisa	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Funakoshi, Hirofumi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Minato, Hiroyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.9	Elect Director Tomita, Tetsuro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful because outside directors are not required in the category of "directors who are not audit committee members."</i>				
2.10	Elect Director Urano, Kuniko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.1	Elect Director and Audit Committee Member Shinkai, Kazumasa	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.2	Elect Director and Audit Committee Member Sogo, Eiji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.3	Elect Director and Audit Committee Member Hiramatsu, Kenji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.4	Elect Director and Audit Committee Member Sekine, Aiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: There are no particular concerns about the nominee.</i>				
3.5	Elect Director and Audit Committee Member Takeuchi, Sumiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4	Approve Compensation Ceiling for Directors Who Are Not Audit Committee Members	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * The increase is intended to introduce/increase performance-based pay. * The size of the proposed ceiling cannot be regarded as excessively high.</i>				
5	Approve Compensation Ceiling for Directors Who Are Audit Committee Members	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * The size of the proposed ceiling cannot be regarded as high.</i>				

NIPPON STEEL CORP.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Amend Articles to Set and Disclose Greenhouse Gas Emission Reduction Targets Aligned with Goals of Paris Agreement	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this shareholder proposal is recommended because: * The proponents have raised valid concerns regarding the company's disclosure and insufficiently aligned strategy with Paris goals. The company's 2030 and 2050 targets only cover scope 1 and 2 emissions, and additional gaps for its decarbonization strategy and lack of third-party assurance raises concern on reaching company goals of carbon neutrality by 2050. Target setting in connection with the company's efforts to reduce its carbon footprint and align operations with Paris Agreement goals would allow shareholders to better understand how the company is managing its transition to a low carbon economy and climate change-related risks.</i></p>					
7	Amend Articles to Introduce Executive Compensation System Linked to Greenhouse Gas Emission Reduction Target and Disclose How Compensation Policy Contributes to Achievement of the Target	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this shareholder proposal is recommended because: * In spite of its leading role in Japan's steel industry and its influence on the global warming, NIPPON STEEL currently does not have executive compensation system in place, which explicitly factors in the company's environmental performance in determining compensation for executives.</i></p>					
8	Amend Articles to Report on Corporate Climate Lobbying	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this shareholder proposal is recommended because: * The company provides insufficient information about its lobbying activities and how the company assesses its trade association partners' lobbying activities vis-a-vis Paris Agreement goals and steps it would take when significant misalignment is found. This information could help reduce the risk of the company supporting organizations at cross purposes to its goals.</i></p>					

Nitto Denko Corp.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 6988

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J58472119

Shares Voted: 900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 130	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i></p>					
2.1	Elect Director Takasaki, Hideo	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
2.2	Elect Director Miki, Yosuke	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
2.3	Elect Director Iseyama, Yasuhiro	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					

Nitto Denko Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.4	Elect Director Owaki, Yasuhito	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Akagi, Tatsuya	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Furuse, Yoichiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Wong Lai Yong	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Sawada, Michitaka	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.9	Elect Director Yamada, Yasuhiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.10	Elect Director Eto, Mariko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.1	Appoint Statutory Auditor Sono, Kiyoshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.2	Appoint Statutory Auditor Hattori, Tsuyoki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Nomura Real Estate Holdings, Inc.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 3231

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J5893B104

Shares Voted: 800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Kutsukake, Eiji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: <input type="checkbox"/>* There are no particular concerns about the nominee.</i>				
1.2	Elect Director Arai, Satoshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: <input type="checkbox"/>* There are no particular concerns about the nominee.</i>				

Nomura Real Estate Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Director Matsuo, Daisaku	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: <input type="checkbox"/>* There are no particular concerns about the nominee.</i>				
1.4	Elect Director Haga, Makoto	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: <input type="checkbox"/>* There are no particular concerns about the nominee.</i>				
1.5	Elect Director Kurokawa, Hiroshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: <input type="checkbox"/>* There are no particular concerns about the nominee.</i>				
1.6	Elect Director Takakura, Chiharu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: <input type="checkbox"/>* There are no particular concerns about the nominee.</i>				
1.7	Elect Director Yamashita, Yoshinori	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: <input type="checkbox"/>* There are no particular concerns about the nominee.</i>				
2.1	Elect Director and Audit Committee Member Takahashi, Tetsu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: <input type="checkbox"/>* There are no particular concerns about the nominee.</i>				
2.2	Elect Director and Audit Committee Member Suemura, Aogi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: <input type="checkbox"/>* There are no particular concerns about the nominee.</i>				
3	Approve Compensation Ceiling for Directors Who Are Audit Committee Members	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * The size of the proposed ceiling cannot be regarded as high.</i>				

Nomura Research Institute Ltd.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 4307

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J5900F106

Shares Voted: 4,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Konomoto, Shingo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.2	Elect Director Akatsuka, Yo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.3	Elect Director Yanagisawa, Kaga	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.4	Elect Director Ebato, Ken	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.5	Elect Director Anzai, Hidenori	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.6	Elect Director Sagano, Fumihiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.7	Elect Director Sakata, Shinoi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.8	Elect Director Ohashi, Tetsuji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.9	Elect Director Kobori, Hideki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2	Appoint Statutory Auditor Hihara, Takeshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>				

QIAGEN NV

Meeting Date: 06/21/2024

Country: Netherlands

Ticker: QGEN

Record Date: 05/24/2024

Meeting Type: Annual

Primary Security ID: N72482149

Shares Voted: 3,467

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Annual Meeting Agenda Adopt Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because of the absence of concern with the company's audit procedures or its auditors.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A qualified vote FOR is warranted as the proposed remuneration report is broadly in line with market practice, however, the disclosure under the STIP and the LTIP would benefit from some improvement, especially concerning the "personal objectives" metric (25 percent weight) and the achievement of the non-financial metrics under the STIP. Disclosure on targets under the LTIP is also lacking.</i>				
3	Approve Discharge of Management Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because of the absence of any information about significant and compelling controversies that the management board and/or supervisory board are not fulfilling their fiduciary duties.</i>				
4	Approve Discharge of Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because of the absence of any information about significant and compelling controversies that the management board and/or supervisory board are not fulfilling their fiduciary duties.</i>				
5.a	Reelect Metin Colpan to Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these elections is warranted because: * The nominees are elected for a period not exceeding four years; * The candidates appear to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidates.</i>				
5.b	Reelect Toralf Haag to Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these elections is warranted because: * The nominees are elected for a period not exceeding four years; * The candidates appear to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidates.</i>				
5.c	Reelect Ross L. Levine to Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these elections is warranted because: * The nominees are elected for a period not exceeding four years; * The candidates appear to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidates.</i>				
5.d	Reelect Elaine Mardis to Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these elections is warranted because: * The nominees are elected for a period not exceeding four years; * The candidates appear to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidates.</i>				
5.e	Reelect Eva Pisa to Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these elections is warranted because: * The nominees are elected for a period not exceeding four years; * The candidates appear to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidates.</i>				
5.f	Reelect Lawrence A. Rosen to Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these elections is warranted because: * The nominees are elected for a period not exceeding four years; * The candidates appear to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidates.</i>				
5.g	Reelect Stephen H. Rusckowski to Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these elections is warranted because: * The nominees are elected for a period not exceeding four years; * The candidates appear to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidates.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5.h	Reelect Elizabeth E. Tallett to Supervisory Board	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these elections is warranted because: * The nominees are elected for a period not exceeding four years; * The candidates appear to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidates.</i>					
5.i	Reelect Bert van Meurs to Supervisory Board	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these elections is warranted because: * The nominees are elected for a period not exceeding four years; * The candidates appear to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidates.</i>					
5.j	Reelect Eva van Pelt to Supervisory Board	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these elections is warranted because: * The nominees are elected for a period not exceeding four years; * The candidates appear to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidates.</i>					
6.a	Reelect Thierry Bernard to Management Board	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these elections is warranted because: * The nominees are elected for a term not exceeding four years; * The candidates appear to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidates.</i>					
6.b	Reelect Roland Sackers to Management Board	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these elections is warranted because: * The nominees are elected for a term not exceeding four years; * The candidates appear to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidates.</i>					
7.a	Approve Remuneration Policy for the Supervisory Board	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted, since there is no evidence of excessiveness on the part of the supervisory board regarding this remuneration proposal.</i>					
7.b	Approve Remuneration of Supervisory Board	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted, since there is no evidence of excessiveness on the part of the supervisory board regarding this remuneration proposal.</i>					
8	Reappoint KPMG Accountants N.V. as Auditors for the Financial Year Ending December 31, 2024	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>					
9	Ratify Ernst & Young Accountants LLP as Auditors for the Financial Year Ending December 31, 2025	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>					
10.a	Grant Supervisory Board Authority to Issue Shares	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because it is in line with commonly used safeguards regarding volume (i.e. the management board would be able to issue share up to 50 percent of the issued share capital).</i>					
10.b	Authorize Supervisory Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because it is in line with commonly used safeguards regarding volume (i.e. the management board would be able to issue share up to 50 percent of the issued share capital).</i>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
11	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because: * This proposal is in line with commonly used safeguards regarding volume and pricing; * The authorization would allow QIAGEN to repurchase up to 10.00 percent of the issued share capital; and * The authorization would allow the company to repurchase shares for less or up to 110 percent of the share price prior to the repurchase.</i>					
12	Approve Discretionary Rights for the Managing Board to Implement Capital Repayment by Means of Synthetic Share Repurchase	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because this is an alternative return to shareholders.</i>					
13	Approve Cancellation of Shares	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because the cancellation of shares is in shareholders' interests.</i>					

SoftBank Group Corp.

Meeting Date: 06/21/2024 **Country:** Japan **Ticker:** 9984
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J7596P109

Shares Voted: 8,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 22	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * The company's reserves are still adequate to cover the dividend.</i>					
2.1	Elect Director Son, Masayoshi	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's unfavorable ROE performance.</i>					
2.2	Elect Director Goto, Yoshimitsu	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.3	Elect Director Miyauchi, Ken	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.4	Elect Director Rene Haas	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.5	Elect Director Iijima, Masami	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.6	Elect Director Matsuo, Yutaka	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.7	Elect Director Erikawa, Keiko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

SoftBank Group Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.8	Elect Director Kenneth A. Siegel	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i></p>					
2.9	Elect Director David Chao	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					

Square Enix Holdings Co., Ltd.

Meeting Date: 06/21/2024 **Country:** Japan **Ticker:** 9684
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J7659R109

Shares Voted: 600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Kiryu, Takashi	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
1.2	Elect Director Kitase, Yoshinori	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
1.3	Elect Director Miyake, Yu	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
1.4	Elect Director Ogawa, Masato	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
1.5	Elect Director Okamoto, Mitsuko	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
1.6	Elect Director Abdullah Aldawood	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful because outside directors are not required in the category of "directors who are not audit committee members."</i></p>					
1.7	Elect Director Takano, Naoto	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
1.8	Elect Director Agatsuma, Mika	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
1.9	Elect Director Tracy Fullerton	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					

Square Enix Holdings Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.1	Elect Director and Audit Committee Member Iwamoto, Nobuyuki	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * This outside director candidate who will be an audit committee member lacks independence.</i>					
2.2	Elect Director and Audit Committee Member Toyoshima, Tadao	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.3	Elect Director and Audit Committee Member Shinji, Hajime	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3	Elect Alternate Director and Audit Committee Member Shinohara, Satoshi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Sumitomo Chemical Co., Ltd.

Meeting Date: 06/21/2024 **Country:** Japan **Ticker:** 4005
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J77153120

Shares Voted: 7,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Tokura, Masakazu	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's unfavorable ROE performance. * Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. Given that the chair of the board ultimately shoulders the most responsibility amongst all board members for failing to effectively supervise the management of risks to the company and its shareholders, and should therefore be held the most accountable for poor board oversight of ESG risk exposures at the firm.</i>					
1.2	Elect Director Iwata, Keichi	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's unfavorable ROE performance.</i>					
1.3	Elect Director Ueda, Hiroshi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.4	Elect Director Niinuma, Hiroshi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.5	Elect Director Takeshita, Noriaki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Sumitomo Chemical Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.6	Elect Director Tomono, Hiroshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.7	Elect Director Ito, Motoshige	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.8	Elect Director Muraki, Atsuko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.9	Elect Director Ichikawa, Akira	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
1.10	Elect Director Noda, Yumiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Sumitomo Corp.

Meeting Date: 06/21/2024 **Country:** Japan **Ticker:** 8053
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J77282119

Shares Voted: 6,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 62.5	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Hyodo, Masayuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Nambu, Toshikazu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Ueno, Shingo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Seishima, Takayuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Moroka, Reiji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Nonaka, Norihiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Sumitomo Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.7	Elect Director Ide, Akiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Mitachi, Takashi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.9	Elect Director Takahara, Takahisa	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.10	Elect Director Asakura, Haruyasu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.11	Elect Director Otsuki, Nana	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.1	Appoint Statutory Auditor Inada, Nobuo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.2	Appoint Statutory Auditor Kunii, Taisei	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4	Approve Fixed Cash Compensation Ceiling for Directors and Performance Share Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * The size of the proposed fixed cash compensation ceiling for directors cannot be regarded as excessively high. * The performance share plan is likely to help sharpen recipients' focus on share price performance and align their interests more closely with those of shareholders.</i>				

Sysmex Corp.

Meeting Date: 06/21/2024 **Country:** Japan **Ticker:** 6869
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J7864H102

Shares Voted: 1,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 42	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Ietsugu, Hisashi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Asano, Kaoru	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Sysmex Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.3	Elect Director Tachibana, Kenji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Matsui, Iwane	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Yoshida, Tomokazu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Ono, Takashi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Ota, Kazuo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Inoue, Haruo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.9	Elect Director Fujioka, Yuka	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.1	Elect Director and Audit Committee Member Aramaki, Tomo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.2	Elect Director and Audit Committee Member Hashimoto, Kazumasa	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.3	Elect Director and Audit Committee Member Iwasa, Michihide	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

TDK Corp.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 6762

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J82141136

Shares Voted: 16,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 58	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				

TDK Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.1	Elect Director Saito, Noboru	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Yamanishi, Tetsuji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Sato, Shigeki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Nakayama, Kozue	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Iwai, Mutsuo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Yamana, Shoei	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Katsumoto, Toru	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3	Approve Restricted Stock Plan and Performance Share Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * The restricted stock plan and performance share plan are likely to help sharpen recipients' focus on share price performance and align their interests more closely with those of shareholders.</i>				

Tobu Railway Co., Ltd.

Meeting Date: 06/21/2024 **Country:** Japan **Ticker:** 9001
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J84162148

Shares Voted: 800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 30	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Nezu, Yoshizumi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Tsuzuki, Yutaka	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Yokota, Yoshimi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Tobu Railway Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.4	Elect Director Shigeta, Atsushi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Suzuki, Takao	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Shibata, Mitsuyoshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Ando, Takaharu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Yagasaki, Noriko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.9	Elect Director Yanagi, Masanori	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
3.1	Appoint Statutory Auditor Sugiyama, Tomoya	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.2	Appoint Statutory Auditor Yoshida, Tatsuo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.3	Appoint Statutory Auditor Mogi, Yuzaburo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.4	Appoint Statutory Auditor Fukuda, Shuji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.5	Appoint Statutory Auditor Hayashi, Nobuhide	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this nominee is warranted because: * The outside statutory auditor nominee's affiliation with the company could compromise independence.</i>				

Toyota Tsusho Corp.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 8015

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J92719111

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 155	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Murakami, Nobuhiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Kashitani, Ichiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Tominaga, Hiroshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Iwamoto, Hideyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Didier Leroy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
2.6	Elect Director Inoue, Yukari	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Matsuda, Chieko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Yamaguchi, Goro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.1	Appoint Statutory Auditor Tanoue, Seishi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.2	Appoint Statutory Auditor Beppu, Rikako	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4	Approve Annual Bonus	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposal is warranted because: * The total proposed amount of the bonuses is not excessively high.</i>				

Yamato Holdings Co., Ltd.

Meeting Date: 06/21/2024

Country: Japan

Ticker: 9064

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J96612114

Yamato Holdings Co., Ltd.

Shares Voted: 1,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Nagao, Yutaka	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.2	Elect Director Kurisu, Toshizo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.3	Elect Director Tokuno, Mariko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.4	Elect Director Sugata, Shiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.5	Elect Director Kuga, Noriyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.6	Elect Director Yin Chuanli Charles	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.7	Elect Director Ikeda, Junichiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.1	Appoint Statutory Auditor Matsuda, Ryuji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Appoint Statutory Auditor Ino, Setsuko	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this nominee is warranted because: * The outside statutory auditor nominee's affiliation with the company could compromise independence.</i>				

Hikari Tsushin, Inc.

Meeting Date: 06/22/2024

Country: Japan

Ticker: 9435

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J1949F108

Shares Voted: 700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Shigeta, Yasumitsu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.2	Elect Director Wada, Hideaki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Hikari Tsushin, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Director Takahashi, Masato	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.4	Elect Director Yada, Naoko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.5	Elect Director Yagishita, Yuki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Bandai Namco Holdings, Inc.

Meeting Date: 06/24/2024

Country: Japan

Ticker: 7832

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: Y0606D102

Shares Voted: 3,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 50	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>					
2.1	Elect Director Kawaguchi, Masaru	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.2	Elect Director Asako, Yuji	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.3	Elect Director Momoi, Nobuhiko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.4	Elect Director Udagawa, Nao	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.5	Elect Director Takenaka, Kazuhiro	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.6	Elect Director Asanuma, Makoto	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.7	Elect Director Kawasaki, Hiroshi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.8	Elect Director Otsu, Shuji	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Bandai Namco Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.9	Elect Director Shimada, Toshio	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.10	Elect Director Kawana, Koichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.1	Elect Director and Audit Committee Member Kaneko, Takashi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.2	Elect Director and Audit Committee Member Shinoda, Toru	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.3	Elect Director and Audit Committee Member Kuwabara, Satoko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.4	Elect Director and Audit Committee Member Komiya, Takayuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Dai-ichi Life Holdings, Inc.

Meeting Date: 06/24/2024 **Country:** Japan **Ticker:** 8750
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J09748112

Shares Voted: 5,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 113	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Inagaki, Seiji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Kikuta, Tetsuya	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Yamaguchi, Hitoshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Dai-ichi Life Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.4	Elect Director Sogano, Hidehiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Sumino, Toshiaki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Kitahori, Takako	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Inoue, Yuriko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Shingai, Yasushi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.9	Elect Director Bruce Miller	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.10	Elect Director Ishii, Ichiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.1	Elect Director and Audit Committee Member Shibagaki, Takahiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.2	Elect Director and Audit Committee Member Yamakoshi, Kenji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.3	Elect Director and Audit Committee Member Sato, Rieko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.4	Elect Director and Audit Committee Member Masuda, Koichi	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * This outside director candidate who will be an audit committee member lacks independence.</i>				
3.5	Elect Director and Audit Committee Member Nagase, Satoshi	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * This outside director candidate who will be an audit committee member lacks independence.</i>				
4	Elect Alternate Director and Audit Committee Member Sakurada, Katsura	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Shares Voted: 4,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Furuta, Hidenori	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.2	Elect Director Tokita, Takahito	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.3	Elect Director Isobe, Takeshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.4	Elect Director Hiramatsu, Hiroki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.5	Elect Director Mukai, Chiaki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.6	Elect Director Kojo, Yoshiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.7	Elect Director Sasae, Kenichiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.8	Elect Director Byron Gill	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.9	Elect Director Hirano, Takuya	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.1	Appoint Statutory Auditor Koseki, Yuichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Appoint Statutory Auditor Makuta, Hideo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3	Approve Performance Share Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * This plan is likely to help sharpen recipients' focus on share price performance and align their interests more closely with those of shareholders.</i>				
4	Approve Restricted Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * This plan is likely to help sharpen recipients' focus on share price performance and align their interests more closely with those of shareholders.</i>				

Hitachi Construction Machinery Co., Ltd.

Meeting Date: 06/24/2024

Country: Japan

Ticker: 6305

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J20244109

Shares Voted: 800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Ito, Masaaki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.2	Elect Director Oka, Toshiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.3	Elect Director Okuhara, Kazushige	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.4	Elect Director Kikuchi, Maoko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.5	Elect Director Joseph P. Schmelzeis, Jr	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.6	Elect Director Fujisawa, Takeshi	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * The board after this meeting will not be majority independent and this outside director nominee lacks independence.</i>				
1.7	Elect Director Moe, Hidemi	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * The board after this meeting will not be majority independent and this outside director nominee lacks independence.</i>				
1.8	Elect Director Shiojima, Keiichiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.9	Elect Director Senzaki, Masafumi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.10	Elect Director Hirano, Kotaro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

MS&AD Insurance Group Holdings, Inc.

Meeting Date: 06/24/2024

Country: Japan

Ticker: 8725

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J4687C105

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 150	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Hara, Noriyuki	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's capital misallocation. * The nominee, as a top executive, should be considered accountable for the collusion incident over insurance premiums.</i>				
2.2	Elect Director Kanasugi, Yasuzo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Funabiki, Shinichiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Higuchi, Tetsuji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Shimazu, Tomoyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Shirai, Yusuke	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Bando, Mariko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Tobimatsu, Junichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.9	Elect Director Rochelle Kopp	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.10	Elect Director Ishiwata, Akemi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.11	Elect Director Suzuki, Jun	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3	Appoint Statutory Auditor Kunii, Taisei	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

OBIC Business Consultants Co., Ltd.

Meeting Date: 06/24/2024

Country: Japan

Ticker: 4733

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J59469106

Shares Voted: 300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 45	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Noda, Masahiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
2.2	Elect Director Wada, Shigefumi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Wada, Hiroko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Karakama, Katsuhiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Ogino, Toshio	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Tachibana, Shoichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
2.7	Elect Director Ito, Chiaki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Narita, Junji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.9	Elect Director Murata, Hiroyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
3	Appoint Ernst & Young ShinNihon LLC as New External Audit Firm	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is recommended because: * There are no particular concerns about the new auditor.</i>				

Panasonic Holdings Corp.

Meeting Date: 06/24/2024

Country: Japan

Ticker: 6752

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J6354Y104

Shares Voted: 13,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Tsuga, Kazuhiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.2	Elect Director Kusumi, Yuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.3	Elect Director Homma, Tetsuro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.4	Elect Director Sato, Mototsugu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.5	Elect Director Umeda, Hirokazu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.6	Elect Director Miyabe, Yoshiyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.7	Elect Director Shotoku, Ayako	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.8	Elect Director Matsui, Shinobu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.9	Elect Director Nishiyama, Keita	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.10	Elect Director Noji, Kunio	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.11	Elect Director Sawada, Michitaka	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.12	Elect Director Toyama, Kazuhiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.13	Elect Director Shigetomi, Ryusuke	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.1	Appoint Statutory Auditor Yufu, Setsuko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Panasonic Holdings Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.2	Appoint Statutory Auditor Tokuda, Yoshiaki	Mgmt	For	For	For

*Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.*

Sompo Holdings, Inc.

Meeting Date: 06/24/2024

Country: Japan

Ticker: 8630

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J7621A101

Shares Voted: 1,800

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

Sompo Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.10	Elect Director Ito, Kumi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.11	Elect Director Waga, Masayuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.12	Elect Director Kajikawa, Toru	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.13	Elect Director Kasai, Satoshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

The Japan Steel Works Ltd.

Meeting Date: 06/24/2024 **Country:** Japan **Ticker:** 5631
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J27743129

Shares Voted: 700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, With a Final Dividend of JPY 30	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Matsuo, Toshio	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Kikuchi, Hiroki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Inoue, Shigeki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Shibata, Motoyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Nakanishi, Hideo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Nakanishi, Yoshiyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Mitsui, Hisao	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Kawamura, Junko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

The Japan Steel Works Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.9	Elect Director Kuriki, Yasuyuki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.10	Elect Director Mizumoto, Nobuko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3	Appoint Statutory Auditor Unno, Shinya	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
4	Appoint Alternate Statutory Auditor Fujimatsu, Aya	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
5	Approve Compensation Ceiling for Directors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * The sub-ceiling for outside directors is raised. * The size of the proposed ceiling cannot be regarded as inappropriate.</i>					

Tokio Marine Holdings, Inc.

Meeting Date: 06/24/2024 **Country:** Japan **Ticker:** 8766
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J86298106

Shares Voted: 30,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 62.5	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>					
2.1	Elect Director Nagano, Tsuyoshi	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's capital misallocation. * The nominee, as a top executive, should be considered accountable for the collusion incident over insurance premiums.</i>					
2.2	Elect Director Komiya, Satoru	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's capital misallocation. * The nominee, as a top executive, should be considered accountable for the collusion incident over insurance premiums.</i>					
2.3	Elect Director Okada, Kenji	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.4	Elect Director Moriwaki, Yoichi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Tokio Marine Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.5	Elect Director Yamamoto, Kichiichiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Wada, Kiyoshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Mitachi, Takashi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Endo, Nobuhiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.9	Elect Director Katanozaka, Shinya	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
2.10	Elect Director Osono, Emi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.11	Elect Director Shindo, Kosei	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
2.12	Elect Director Robert Alan Feldman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.13	Elect Director Matsuyama, Haruka	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.14	Elect Director Fujita, Keiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.15	Elect Director Shirota, Hiroaki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3	Appoint Statutory Auditor Harashima, Akira	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * This plan is likely to help sharpen recipients' focus on share price performance and align their interests more closely with those of shareholders.</i>				

Yamaha Corp.

Meeting Date: 06/24/2024

Country: Japan

Ticker: 7951

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J95732103

Shares Voted: 3,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 37	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Nakata, Takuya	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Yamaura, Atsushi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Hidaka, Yoshihiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The affiliated outsider's presence on the board cannot be regarded detrimental when the board is majority independent.</i>				
2.4	Elect Director Fujitsuka, Mikio	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Paul Candland	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Shinohara, Hiromichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Yoshizawa, Naoko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Ebata, Naho	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Ajinomoto Co., Inc.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 2802

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J00882126

Shares Voted: 3,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 37	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Iwata, Kimie	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Ajinomoto Co., Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.2	Elect Director Nakayama, Joji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Indo, Mami	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Hatta, Yoko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Scott Trevor Davis	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Wagatsuma, Yukako	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Fujie, Taro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Shiragami, Hiroshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.9	Elect Director Sasaki, Tatsuya	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.10	Elect Director Saito, Takeshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.11	Elect Director Matsuzawa, Takumi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Asahi Kasei Corp.

Meeting Date: 06/25/2024 **Country:** Japan **Ticker:** 3407
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J0242P110

Shares Voted: 7,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Kobori, Hideki	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's unfavorable ROE performance.</i>				
1.2	Elect Director Kudo, Koshiro	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's unfavorable ROE performance.</i>				

Asahi Kasei Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Director Kuse, Kazushi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.4	Elect Director Horie, Toshiyasu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.5	Elect Director Ideguchi, Hiroki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.6	Elect Director Kawase, Masatsugu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.7	Elect Director Okamoto, Tsuyoshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.8	Elect Director Maeda, Yuko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.9	Elect Director Matsuda, Chieko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.10	Elect Director Yamashita, Yoshinori	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Azbil Corp.

Meeting Date: 06/25/2024 **Country:** Japan **Ticker:** 6845
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J0370G106

Shares Voted: 20,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 39.5	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Sone, Hirozumi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Yamamoto, Kiyohiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Yokota, Takayuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Azbil Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.4	Elect Director Katsuta, Hisaya	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Fujiso, Waka	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Nagahama, Mitsuhiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The affiliated outsider's presence on the board cannot be regarded detrimental when the board is majority independent.</i>				
2.7	Elect Director Anne Ka Tse Hung	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Sato, Fumitoshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.9	Elect Director Yoshikawa, Shigeaki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.10	Elect Director Miura, Tomoyasu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.11	Elect Director Ichikawa, Sachiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.12	Elect Director Yoshida, Hiroshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

BlackBerry Limited

Meeting Date: 06/25/2024 **Country:** Canada **Ticker:** BB
Record Date: 05/03/2024 **Meeting Type:** Annual/Special
Primary Security ID: 09228F103

Shares Voted: 65,041

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Philip Brace	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Richard (Dick) Lynch and Michael (Mike) Daniels for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.2	Elect Director Michael A. Daniels	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Richard (Dick) Lynch and Michael (Mike) Daniels for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.3	Elect Director Lisa Disbrow	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Richard (Dick) Lynch and Michael (Mike) Daniels for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				

BlackBerry Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.4	Elect Director John J. Giamatteo	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Richard (Dick) Lynch and Michael (Mike) Daniels for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>					
1.5	Elect Director Richard Lynch	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Richard (Dick) Lynch and Michael (Mike) Daniels for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>					
1.6	Elect Director Lori O'Neill	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Richard (Dick) Lynch and Michael (Mike) Daniels for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>					
1.7	Elect Director Wayne Wouters	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Richard (Dick) Lynch and Michael (Mike) Daniels for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>					
2	Approve PricewaterhouseCoopers LLP Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 24.23 percent of the fees paid to the auditor are for non-audit purposes.</i>					
3	Amend Omnibus Stock Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>					
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. Although the annual and long-term incentives are largely performance conditioned, disclosure concerns are noted. Specific performance targets and actual results are not provided for the annual incentive. In addition, forward-looking performance targets are not disclosed for performance-based shares, there is no disclosed capped on vesting if absolute TSR is negative for the performance period, and adjusted EBITDA margin is measured over annual periods.</i>					

Brother Industries, Ltd.

Meeting Date: 06/25/2024 **Country:** Japan **Ticker:** 6448
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: 114813108

Shares Voted: 1,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Koike, Toshikazu	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.2	Elect Director Sasaki, Ichiro	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.3	Elect Director Ikeda, Kazufumi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Brother Industries, Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.4	Elect Director Ishiguro, Tadashi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.5	Elect Director Kuwabara, Satoru	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.6	Elect Director Murakami, Taizo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.7	Elect Director Takeuchi, Keisuke	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.8	Elect Director Shirai, Aya	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.9	Elect Director Uchida, Kazunari	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.10	Elect Director Hidaka, Naoki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.11	Elect Director Miyaki, Masahiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2	Appoint Statutory Auditor Obayashi, Keizo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Daito Trust Construction Co. Ltd.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 1878

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J11151107

Shares Voted: 400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 288	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2	Amend Articles to Amend Business Lines	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns resulting from the change to the articles.</i>				
3.1	Elect Director Takeuchi, Kei	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Daito Trust Construction Co. Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.2	Elect Director Mori, Yoshihiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.3	Elect Director Tate, Masafumi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.4	Elect Director Okamoto, Tsukasa	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.5	Elect Director Amano, Yutaka	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.6	Elect Director Tanaka, Yoshimasa	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.7	Elect Director Iritani, Atsushi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful because outside directors are not required in the category of "directors who are not audit committee members."</i>				
3.8	Elect Director Ouchi, Chieko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.9	Elect Director Owada, Junko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Fuji Electric Co., Ltd.

Meeting Date: 06/25/2024 **Country:** Japan **Ticker:** 6504
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J14112106

Shares Voted: 15,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Kitazawa, Michihiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.2	Elect Director Kondo, Shiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.3	Elect Director Arai, Junichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.4	Elect Director Hosen, Toru	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Fuji Electric Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.5	Elect Director Tetsutani, Hiroshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.6	Elect Director Kawano, Masashi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.7	Elect Director Tamba, Toshihito	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.8	Elect Director Tominaga, Yukari	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.9	Elect Director Tachifuji, Yukihiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.10	Elect Director Yashiro, Tomonari	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.1	Appoint Statutory Auditor Matsumoto, Junichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Appoint Statutory Auditor Ohashi, Jun	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Appoint Statutory Auditor Takaoka, Hirohiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Appoint Statutory Auditor Katsuta, Yuko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Appoint Statutory Auditor Uematsu, Noriyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * This plan is likely to help sharpen recipients' focus on share price performance and align their interests more closely with those of shareholders.</i>				

HashiCorp, Inc.

Meeting Date: 06/25/2024

Country: USA

Ticker: HCP

Record Date: 05/08/2024

Meeting Type: Annual

Primary Security ID: 418100103

Shares Voted: 714

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Armon Dadgar	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees David (Dave) McJannet and Armon Dadgar for lack of diversity on the board. WITHHOLD votes are further warranted for all incumbent director nominees for failing to remove, or subject to a reasonable sunset requirement, the dual-class capital structure, the supermajority vote requirement to enact certain changes to the governing documents, and the classified board, each of which adversely impacts shareholder rights.</i>				
1b	Elect Director David McJannet	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees David (Dave) McJannet and Armon Dadgar for lack of diversity on the board. WITHHOLD votes are further warranted for all incumbent director nominees for failing to remove, or subject to a reasonable sunset requirement, the dual-class capital structure, the supermajority vote requirement to enact certain changes to the governing documents, and the classified board, each of which adversely impacts shareholder rights.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; and * The company has not disclosed any risk mitigators, such as a clawback policy, CEO stock ownership guidelines, or stock holding period requirements. Additionally, a pay-for-performance misalignment exists for the year under consideration, and certain positive factors identified in annual incentive program do not sufficiently mitigate the misalignment. CEO McJannet's total compensation nearly doubled year-over-year due to a relatively large equity award that was entirely time-vesting and was not accompanied by a compelling rationale.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 17.58 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Hirata Corp.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 6258

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J21043104

Shares Voted: 100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Amend Articles to Amend Business Lines	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns resulting from the change to the articles.</i>				
2.1	Elect Director Hirata, Yuichiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Hirata, Shojiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Maeda, Shigeru	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Hirata Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.4	Elect Director Kozaki, Masaru	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Ninomiya, Hideki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Ogawa, Satoru	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Ueda, Ryoko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful because outside directors are not required in the category of "directors who are not audit committee members."</i>				
2.8	Elect Director Tadakuma, Kenjiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Iida Group Holdings Co., Ltd.

Meeting Date: 06/25/2024 **Country:** Japan **Ticker:** 3291
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J23426109

Shares Voted: 1,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 45	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2	Appoint Alternate Statutory Auditor Matsumoto, Hajime	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Kajima Corp.

Meeting Date: 06/25/2024 **Country:** Japan **Ticker:** 1812
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J29223120

Shares Voted: 2,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 55	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.1	Elect Director Oshimi, Yoshikazu	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's capital misallocation.</i>				
2.2	Elect Director Amano, Hiromasa	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's capital misallocation.</i>				
2.3	Elect Director Koshijima, Keisuke	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Kazama, Masaru	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Ishikawa, Hiroshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Katsumi, Takeshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Kumano, Takashi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Saito, Kiyomi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.9	Elect Director Suzuki, Yoichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.10	Elect Director Saito, Tamotsu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.11	Elect Director Iijima, Masami	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.12	Elect Director Terawaki, Kazumine	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.1	Appoint Statutory Auditor Kobayashi, Toshiaki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.2	Appoint Statutory Auditor Nakamori, Makiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Meeting Date: 06/25/2024

Country: Japan

Ticker: 2801

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J32620106

Shares Voted: 1,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 70	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Mogi, Yuzaburo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Horikiri, Noriaki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Nakano, Shozaburo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Mogi, Osamu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Shimada, Masanao	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Matsuyama, Asahi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Kamiyama, Takao	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Fukui, Toshihiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.9	Elect Director Inokuchi, Takeo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
2.10	Elect Director Iino, Masako	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.11	Elect Director Sugiyama, Shinsuke	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.12	Elect Director Endo, Nobuhiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Kikkoman Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Appoint Statutory Auditor Mori, Koichi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>					
4	Appoint Alternate Statutory Auditor Endo, Kazuyoshi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Kyocera Corp.

Meeting Date: 06/25/2024 **Country:** Japan **Ticker:** 6971
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J37479110

Shares Voted: 51,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 25	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>					
2	Elect Director Sunaga, Junko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.1	Appoint Statutory Auditor Koyama, Shigeru	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.2	Appoint Statutory Auditor Kida, Minoru	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.3	Appoint Statutory Auditor Kohara, Michie	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
4	Appoint Alternate Statutory Auditor Nakano, Yusuke	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Mitsubishi Chemical Group Corp.

Meeting Date: 06/25/2024 **Country:** Japan **Ticker:** 4188
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J44046100

Mitsubishi Chemical Group Corp.

Shares Voted: 7,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Amend Articles to Clarify Director Authority on Board Meetings	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns resulting from the change to the articles.</i>				
2.1	Elect Director Chikumoto, Manabu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Fujiwara, Ken	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Fukuda, Nobuo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Iida, Jin	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Hodo, Chikatomo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Kikuchi, Kiyomi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Yamada, Tatsumi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Eto, Akihiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.9	Elect Director Sakamoto, Shuichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.10	Elect Director Geoffrey Coates	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Mitsubishi HC Capital Inc.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 8593

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J4706D100

Shares Voted: 3,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Yanai, Takahiro	Mgmt	For	For	For

Mitsubishi HC Capital Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.2	Elect Director Hisai, Taiju	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.3	Elect Director Matsunaga, Aiichiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.4	Elect Director Anei, Kazumi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.5	Elect Director Sato, Haruhiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.6	Elect Director Sasaki, Yuri	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.7	Elect Director Kawamura, Kayoko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.8	Elect Director Kondo, Shota	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful because outside directors are not required in the category of "directors who are not audit committee members."</i>				
2.1	Elect Director and Audit Committee Member Shiba, Yoshitaka	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director and Audit Committee Member Nakata, Hiroyasu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director and Audit Committee Member Kaneko, Hiroko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director and Audit Committee Member Saito, Masayuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Mitsui Chemicals, Inc.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 4183

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J4466L136

Mitsui Chemicals, Inc.

Shares Voted: 800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 70	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Tannowa, Tsutomu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Hashimoto, Osamu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Yoshino, Tadashi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Nakajima, Hajime	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Ando, Yoshinori	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Mabuchi, Akira	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Mimura, Takayoshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Kihara, Tami	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3	Appoint Statutory Auditor Hosomi, Yasuhiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>				

MongoDB, Inc.

Meeting Date: 06/25/2024

Country: USA

Ticker: MDB

Record Date: 04/26/2024

Meeting Type: Annual

Primary Security ID: 60937P106

Shares Voted: 262

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Roelof Botha	Mgmt	For	Withhold	Withhold

MongoDB, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Dev Ittycheria and Roelof Botha for lack of diversity on the board. In the absence of Governance Committee members on ballot, WITHHOLD votes are further warranted for director nominees Dev Ittycheria and Roelof Botha given the board's failure to remove, or subject to a sunset requirement, the classified board which adversely impact shareholder rights. A vote FOR the remaining director nominee Ann Lewnes is warranted.</i>				
1.2	Elect Director Dev Ittycheria	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Dev Ittycheria and Roelof Botha for lack of diversity on the board. In the absence of Governance Committee members on ballot, WITHHOLD votes are further warranted for director nominees Dev Ittycheria and Roelof Botha given the board's failure to remove, or subject to a sunset requirement, the classified board which adversely impact shareholder rights. A vote FOR the remaining director nominee Ann Lewnes is warranted.</i>				
1.3	Elect Director Ann Lewnes	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Dev Ittycheria and Roelof Botha for lack of diversity on the board. In the absence of Governance Committee members on ballot, WITHHOLD votes are further warranted for director nominees Dev Ittycheria and Roelof Botha given the board's failure to remove, or subject to a sunset requirement, the classified board which adversely impact shareholder rights. A vote FOR the remaining director nominee Ann Lewnes is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				

NIO Inc.

Meeting Date: 06/25/2024 **Country:** Cayman Islands **Ticker:** 9866
Record Date: 05/24/2024 **Meeting Type:** Annual
Primary Security ID: G6525F102

Shares Voted: 26,775

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ting Bun (Denny) Lee and Yu (Annabelle) Long is warranted for lack of diversity on the board. A vote AGAINST all director nominees is warranted for a lack of a majority independent board.</i>				
1a	Meeting for ADR Holders Elect Director Denny Ting Bun Lee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ting Bun (Denny) Lee and Yu (Annabelle) Long is warranted for lack of diversity on the board. A vote AGAINST all director nominees is warranted for a lack of a majority independent board.</i>				
1b	Elect Director Yu Long	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ting Bun (Denny) Lee and Yu (Annabelle) Long is warranted for lack of diversity on the board. A vote AGAINST all director nominees is warranted for a lack of a majority independent board.</i>				

NIO Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1c	Elect Director Yonggang Wen	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ting Bun (Denny) Lee and Yu (Annabelle) Long is warranted for lack of diversity on the board. A vote AGAINST all director nominees is warranted for a lack of a majority independent board.</i>					
2a	Elect Director Eddy Georges Skaf	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ting Bun (Denny) Lee and Yu (Annabelle) Long is warranted for lack of diversity on the board. A vote AGAINST all director nominees is warranted for a lack of a majority independent board.</i>					
2b	Elect Director Nicholas Paul Collins	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ting Bun (Denny) Lee and Yu (Annabelle) Long is warranted for lack of diversity on the board. A vote AGAINST all director nominees is warranted for a lack of a majority independent board.</i>					
3	Approve PricewaterhouseCoopers Zhong Tian LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 19.31 percent of the fees paid to the auditor are for non-audit purposes.</i>					

Nissan Motor Co., Ltd.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 7201

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J57160129

Shares Voted: 13,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 15	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>					
2.1	Elect Director Kimura, Yasushi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.2	Elect Director Jean-Dominique Senard	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.3	Elect Director Bernard Delmas	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.4	Elect Director Ihara, Keiko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.5	Elect Director Nagai, Moto	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Nissan Motor Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.6	Elect Director Andrew House	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Brenda Harvey	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Asada, Teruo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.9	Elect Director Tokuno, Mariko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.10	Elect Director Pierre Fleuriot	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.11	Elect Director Uchida, Makoto	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.12	Elect Director Sakamoto, Hideyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Nomura Holdings, Inc.

Meeting Date: 06/25/2024 **Country:** Japan **Ticker:** 8604
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J58646100

Shares Voted: 15,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Nagai, Koji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.2	Elect Director Okuda, Kentaro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.3	Elect Director Nakajima, Yutaka	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.4	Elect Director Ogawa, Shoji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.5	Elect Director Laura Simone Unger	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.6	Elect Director Victor Chu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Nomura Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.7	Elect Director J.Christopher Giancarlo	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.8	Elect Director Patricia Mosser	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.9	Elect Director Takahara, Takahisa	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.10	Elect Director Ishiguro, Miyuki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.11	Elect Director Ishizuka, Masahiro	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.12	Elect Director Oshima, Taku	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

ORIX Corp.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 8591

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J61933123

Shares Voted: 9,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Inoue, Makoto	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.2	Elect Director Matsuzaki, Satoru	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.3	Elect Director Stan Koyanagi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.4	Elect Director Mikami, Yasuaki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.5	Elect Director Takahashi, Hidetake	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.6	Elect Director Michael Cusumano	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

ORIX Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.7	Elect Director Akiyama, Sakie	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.8	Elect Director Watanabe, Hiroshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.9	Elect Director Sekine, Aiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.10	Elect Director Hodo, Chikatomo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.11	Elect Director Yanagawa, Noriyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

SECOM Co., Ltd.

Meeting Date: 06/25/2024 **Country:** Japan **Ticker:** 9735
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J69972107

Shares Voted: 1,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 95	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2	Amend Articles to Amend Provisions on Number of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns resulting from the change to the articles.</i>				
3.1	Elect Director Yoshida, Yasuyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.2	Elect Director Fuse, Tatsuro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.3	Elect Director Yamanaka, Yoshinori	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.4	Elect Director Nagao, Seiya	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.5	Elect Director Nakada, Takashi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

SECOM Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.6	Elect Director Inaba, Makoto	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.7	Elect Director Hirose, Takaharu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.8	Elect Director Watanabe, Hajime	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.9	Elect Director Hara, Miri	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.10	Elect Director Matsuzaki, Kosuke	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.11	Elect Director Suzuki, Yukari	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4	Approve Compensation Ceiling for Statutory Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * The size of the proposed ceiling cannot be regarded as high.</i>				

Seiko Epson Corp.

Meeting Date: 06/25/2024 **Country:** Japan **Ticker:** 6724
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J7030F105

Shares Voted: 28,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 37	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2	Amend Articles to Amend Business Lines	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns resulting from the change to the articles.</i>				
3.1	Elect Director Ogawa, Yasunori	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.2	Elect Director Abe, Eiichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Seiko Epson Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.3	Elect Director Yoshida, Junkichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: *</i>		<i>There are no particular concerns about the nominee.</i>		
3.4	Elect Director Yoshino, Yasunori	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: *</i>		<i>There are no particular concerns about the nominee.</i>		
3.5	Elect Director Shimamoto, Tadashi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: *</i>		<i>There are no particular concerns about the nominee.</i>		
3.6	Elect Director Yamauchi, Masaki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: *</i>		<i>There are no particular concerns about the nominee.</i>		
3.7	Elect Director Miyake, Kahori	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: *</i>		<i>There are no particular concerns about the nominee.</i>		
4.1	Elect Director and Audit Committee Member Kawana, Masayuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: *</i>		<i>There are no particular concerns about the nominee.</i>		
4.2	Elect Director and Audit Committee Member Murakoshi, Susumu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: *</i>		<i>There are no particular concerns about the nominee.</i>		
4.3	Elect Director and Audit Committee Member Otsuka, Michiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: *</i>		<i>There are no particular concerns about the nominee.</i>		
4.4	Elect Director and Audit Committee Member Marumoto, Akira	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: *</i>		<i>There are no particular concerns about the nominee.</i>		
5	Approve Annual Bonus	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposal is warranted because: * The total proposed amount of the bonuses is not excessively high.</i>				

Sony Group Corp.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 6758

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J76379106

Shares Voted: 18,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Yoshida, Kenichiro	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.2	Elect Director Totoki, Hiroki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.3	Elect Director Hatanaka, Yoshihiko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.4	Elect Director Wendy Becker	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.5	Elect Director Akiyama, Sakie	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.6	Elect Director Kishigami, Keiko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.7	Elect Director Joseph A. Kraft Jr	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.8	Elect Director Neil Hunt	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.9	Elect Director William Morrow	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.10	Elect Director Konomoto, Shingo	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

TIS, Inc. (Japan)

Meeting Date: 06/25/2024

Country: Japan

Ticker: 3626

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J8T622102

Shares Voted: 17,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 39	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>					

TIS, Inc. (Japan)

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.1	Elect Director Kuwano, Toru	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Okamoto, Yasushi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Yanai, Josaku	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Horiguchi, Shinichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Kitaoka, Takayuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Hikida, Shuzo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Tsuchiya, Fumio	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Mizukoshi, Naoko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.9	Elect Director Sunaga, Junko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.1	Appoint Statutory Auditor Kishimoto, Hideki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.2	Appoint Statutory Auditor Ono, Yukio	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.3	Appoint Statutory Auditor Yamakawa, Akiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.4	Appoint Statutory Auditor Kudo, Hiroko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4	Approve Compensation Ceilings for Directors and Statutory Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * The increase in the compensation ceiling for directors is intended to introduce/increase performance-based pay. * The size of the proposed ceilings cannot be regarded as excessively high.</i>				

TIS, Inc. (Japan)

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * This plan is likely to help sharpen recipients' focus on share price performance and align their interests more closely with those of shareholders.</i></p>					

Toray Industries, Inc.

Meeting Date: 06/25/2024 **Country:** Japan **Ticker:** 3402
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J89494116

Shares Voted: 9,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 9	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * The company's reserves are adequate to cover the dividend.</i></p>					
2.1	Elect Director Nikkaku, Akihiro	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * This candidate is a top executive at the company, and the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments; and * Top management is responsible for the company's unfavorable ROE performance.</i></p>					
2.2	Elect Director Oya, Mitsuo	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * This candidate is a top executive at the company, and the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments; and * Top management is responsible for the company's unfavorable ROE performance.</i></p>					
2.3	Elect Director Hagiwara, Satoru	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
2.4	Elect Director Adachi, Kazuyuki	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
2.5	Elect Director Shuto, Kazuhiko	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
2.6	Elect Director Tsunekawa, Tetsuya	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
2.7	Elect Director Okamoto, Masahiko	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
2.8	Elect Director Ito, Kunio	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
2.9	Elect Director Noyori, Ryoji	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					

Toray Industries, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.10	Elect Director Kaminaga, Susumu	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.11	Elect Director Futagawa, Kazuo	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>					
2.12	Elect Director Harayama, Yuko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3	Approve Annual Bonus	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the proposal is warranted because: * The total proposed amount of the bonuses is not excessively high.</i>					

TOTO Ltd.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 5332

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J90268103

Shares Voted: 800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Kitamura, Madoka	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.2	Elect Director Kiyota, Noriaki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.3	Elect Director Shirakawa, Satoshi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.4	Elect Director Hayashi, Ryosuke	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.5	Elect Director Tamura, Shinya	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.6	Elect Director Taguchi, Tomoyuki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.7	Elect Director Taketomi, Yojiro	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.8	Elect Director Kitazaki, Takehiko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

TOTO Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.9	Elect Director Tsuda, Junji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.10	Elect Director Yamauchi, Shigenori	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.1	Elect Director and Audit Committee Member Yoshioka, Masayuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director and Audit Committee Member Marumori, Yasushi	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * This outside director candidate who will be an audit committee member lacks independence.</i>				
2.3	Elect Director and Audit Committee Member Ienaga, Yukari	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director and Audit Committee Member Naganuma, Chiho	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

USS Co., Ltd.

Meeting Date: 06/25/2024

Country: Japan

Ticker: 4732

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J9446Z105

Shares Voted: 15,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 40.7	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Ando, Yukihiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Seta, Dai	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Yamanaka, Masafumi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

USS Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.4	Elect Director Ikeda, Hiromitsu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee</i>				
2.5	Elect Director Takagi, Nobuko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Honda, Shinji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Sasao, Yoshiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Yifeng Pharmacy Chain Co., Ltd.

Meeting Date: 06/25/2024 **Country:** China **Ticker:** 603939
Record Date: 06/17/2024 **Meeting Type:** Special
Primary Security ID: Y982AC104

Shares Voted: 10,080

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Remuneration (Allowance) Plan for Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
2	Approve Remuneration (Allowance) Plan for Supervisors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
	ELECT NON-INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt			
3.1	Elect Gao Yi as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Yi Gao is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
3.2	Elect Gao Feng as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Yi Gao is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
3.3	Elect Gao Youcheng as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Yi Gao is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
3.4	Elect Yang Rongfeng as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Yi Gao is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Yifeng Pharmacy Chain Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.5	Elect Chai Mingang as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Yi Gao is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
3.6	Elect Xi Feng as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Yi Gao is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
	ELECT INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt			
4.1	Elect Qin Zheng as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Yi Gao is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.2	Elect Huang Chun'an as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Yi Gao is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4.3	Elect Wang Xiaoyan as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Yi Gao is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
	ELECT SUPERVISORS VIA CUMULATIVE VOTING	Mgmt			
5.1	Elect Chen Bin as Supervisor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR both nominees is warranted given the absence of any known issues concerning the nominees.</i>				
5.2	Elect Liu Yi as Supervisor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR both nominees is warranted given the absence of any known issues concerning the nominees.</i>				

Allegro.eu SA

Meeting Date: 06/26/2024 **Country:** Luxembourg **Ticker:** ALE
Record Date: 06/12/2024 **Meeting Type:** Annual
Primary Security ID: LOR67D109

Shares Voted: 11,822

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Annual Meeting Agenda	Mgmt			
	Receive Board's and Auditor's Reports on Financial Statements	Mgmt			
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as submission of this report is routine.</i>				
2	Approve Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted due to the lack of concerns over the accounts presented and the audit procedures used.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Receive Board's and Auditor's Reports on Consolidated Financial Statements	Mgmt			
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as submission of this report is routine.</i>				
4	Approve Consolidated Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted due to the lack of concerns over the accounts presented and the audit procedures used.</i>				
5	Approve Allocation of Income	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted in the absence of particular concerns regarding the income allocation proposal.</i>				
6	Approve Revised Remuneration Policy	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted, because the proposed remuneration policy is below par in relation to market standards, particularly with regard to the possibility for discretionary bonuses, a derogation clause that is general in nature, and lacking disclosure under both the STIP and LTIP.</i>				
7	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A qualified vote FOR is warranted because: * The remuneration report is broadly in line with market practice and in some aspects is beyond common market practice with regard to disclosure; * The company has significantly improved disclosure on both the outcomes of the STI and LTI plan for the year under review with full retrospective disclosure on targets and level of achievement. However, this is not without concern for the unclear disclosure around the sign-on awards for incoming executives which consists of both a cash- and share-based portion.</i>				
8	Approve Discharge of Roy Peticucci as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted given the lack of any specific concern with the management board member's actions over the past year.</i>				
9	Approve Discharge of Jonathan Eastick as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted given the lack of any specific concern with the management board member's actions over the past year.</i>				
10	Approve Discharge of Darren Richard Huston as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted given the lack of any specific concern with the management board member's actions over the past year.</i>				
11	Approve Discharge of Pedro Arnt as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted given the lack of any specific concern with the management board member's actions over the past year.</i>				
12	Approve Discharge of David Barker as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted given the lack of any specific concern with the management board member's actions over the past year.</i>				
13	Approve Discharge of Clara (dit Carla) Nusteling as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted given the lack of any specific concern with the management board member's actions over the past year.</i>				
14	Approve Discharge of Pawel Padusinski as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted given the lack of any specific concern with the management board member's actions over the past year.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
15	Approve Discharge of Nancy Cruickshank as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted given the lack of any specific concern with the management board member's actions over the past year.</i>				
16	Approve Discharge of Richard Sanders as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted given the lack of any specific concern with the management board member's actions over the past year.</i>				
17	Approve Discharge of Catherine Faiers as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted given the lack of any specific concern with the management board member's actions over the past year.</i>				
18	Approve Discharge of Tomasz Suchanski as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted given the lack of any specific concern with the management board member's actions over the past year.</i>				
19	Acknowledge Resignation of Pawel Padiusinski as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this is warranted in the absence of any concern regarding the resignation</i>				
20	Acknowledge Resignation of Darren Richard Huston as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this is warranted in the absence of any concern regarding the resignation</i>				
21	Acknowledge Resignation of Clara (dit Carla) Nusteling as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this is warranted in the absence of any concern regarding the resignation</i>				
22	Elect Gary McGann as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these elections is warranted because: * The nominees are elected for a period not exceeding four years; * The candidates appear to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidates.</i>				
23	Elect Laurence Bourdon-Tracol as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these elections is warranted because: * The nominees are elected for a period not exceeding four years; * The candidates appear to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidates.</i>				
24	Approve Discharge of PwC as Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted given the lack of any specific concern with the board's actions over the past year.</i>				
25	Renew Appointment of PwC as Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
26	Transact Other Business (Non-Voting)	Mgmt			
	<i>Voting Policy Rationale: No vote is required for this item.</i>				

CyberArk Software Ltd.

Meeting Date: 06/26/2024

Country: Israel

Ticker: CYBR

Record Date: 05/17/2024

Meeting Type: Annual

Primary Security ID: M2682V108

Shares Voted: 1,950

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1.a	Reelect Matthew Cohen as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: As the company has provided sufficient information on these proposals and as there are no concerns with the board and its committees' structure and functioning, these items warrant a vote FOR.</i>				
1.1.b	Reelect Francois Aque as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: As the company has provided sufficient information on these proposals and as there are no concerns with the board and its committees' structure and functioning, these items warrant a vote FOR.</i>				
1.2	Elect Mary Yang as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: As the company has provided sufficient information on these proposals and as there are no concerns with the board and its committees' structure and functioning, these items warrant a vote FOR.</i>				
2	Approve Grant of Equity Based Compensation to Ehud (Udi) Mokady, Chairman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted, as there are no apparent concerns over the main key terms of the plan and the equity awards.</i>				
3	Approve Amendments to Indemnification Agreement for Certain Office Holders of the Company	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted, as the company discloses sufficient information and as there are no apparent concerns with the proposed terms.</i>				
4	Amend Articles	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the company disclosed sufficient information and there are no apparent concerns regarding the amended articles of association.</i>				
5	Reappoint Kost Forer Gabbay & Kasierer as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal to ratify the audit firm and fix their remuneration is warranted.</i>				

Jiangsu Expressway Company Limited

Meeting Date: 06/26/2024

Country: China

Ticker: 177

Record Date: 06/18/2024

Meeting Type: Annual

Primary Security ID: Y4443L103

Shares Voted: 90,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	AGM BALLOT FOR HOLDERS OF H SHARES	Mgmt			

Jiangsu Expressway Company Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Work Report of the Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				
2	Approve Work Report of the Supervisory Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				
3	Approve Financial Statements and Audit Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				
4	Approve Final Financial Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				
5	Approve Financial Budget Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the company's financial budget and the handling and use of company funds.</i>				
6	Approve Final Dividend Distribution Proposal	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted given that this is a reasonable request that is made in line with applicable laws in China.</i>				
7	Approve KPMG Huazhen LLP as Auditors and to Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the audit firm, its remuneration, and the way the audit was conducted.</i>				
8	Approve Issuance of Medium-Term Notes	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted given the reasons stated by the board and the intended use of proceeds.</i>				
9	Approve Issuance of Ultra-Short-Term Notes	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted given the reasons stated by the board and the intended use of proceeds.</i>				
10	Approve Renewal of Liability Insurance	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted given the purchase of liability insurance for the directors, supervisors, and senior management is in accordance with the common international practice.</i>				
11	Approve Remuneration Standards of Directors and Supervisors	Mgmt	For	For	For
	<i>Voting Policy Rationale: Director and supervisor remuneration at Hong Kong-listed companies are usually reasonable. In the absence of known concerns over director and supervisor remuneration at the company, a vote FOR this proposal is warranted.</i>				

Jiangsu Expressway Company Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
12	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights and Amend Articles of Association	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted for the following: * The share issuance limit is greater than 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has not specified the discount limit for issuance for cash and non-cash consideration.</i>				
	ELECT DIRECTORS VIA CUMULATIVE VOTING	Mgmt			
13.1	Elect Chen Yunjiang as Director and Sign an Appointment Letter with Him	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
13.2	Elect Wang Yingjian as Director and Sign an Appointment Letter with Him	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
13.3	Elect Zhou Hong as Director and Sign an Appointment Letter with Him	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
13.4	Elect Wang Feng as Director and Sign an Appointment Letter with Him	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
13.5	Elect Zhang Xinyu as Director and Sign an Appointment Letter with Him	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
13.6	Elect Wu Xinhua as Director and Sign an Appointment Letter with Him	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
13.7	Elect Zhou Wei as Director and Sign an Appointment Letter with Her	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
13.8	Elect Ma Chung Lai, Lawrence as Director, Sign an Appointment Letter with Him and Authorize Board to Fix His Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				

Jiangsu Expressway Company Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	ELECT INDEPENDENT NON-EXECUTIVE DIRECTORS VIA CUMULATIVE VOTING	Mgmt			
14.1	Elect Xu Guanghua as Director, Sign an Appointment Letter with Him and Authorize Board to Fix His Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
14.2	Elect Ge Yang as Director, Sign an Appointment Letter with Him and Authorize Board to Fix His Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
14.3	Elect Gu Zhaoyang as Director, Sign an Appointment Letter with Him and Authorize Board to Fix His Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
14.4	Elect Tan Shijun as Director, Sign an Appointment Letter with Him and Authorize Board to Fix His Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
14.5	Elect Sun Lijun as Director, Sign an Appointment Letter with Him and Authorize Board to Fix His Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
	ELECT SUPERVISORS	Mgmt			
15.1	Elect Yang Shiwei as Supervisor and Sign an Appointment Letter with Him	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues relating to the nominees, a vote FOR their election is warranted.</i>				
15.2	Elect Zhou Lili as Supervisor and Sign an Appointment Letter with Her	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues relating to the nominees, a vote FOR their election is warranted.</i>				
15.3	Elect Pan Ye as Supervisor and Sign an Appointment Letter with Him	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues relating to the nominees, a vote FOR their election is warranted.</i>				

KONAMI Group Corp.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 9766

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J3600L101

Shares Voted: 400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Kozuki, Kagemasa	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.2	Elect Director Higashio, Kimihiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.3	Elect Director Hayakawa, Hideki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.4	Elect Director Okita, Katsunori	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.5	Elect Director Matsura, Yoshihiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.6	Elect Director Yoko Zetterlund	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

M3, Inc.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 2413

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J4697J108

Shares Voted: 5,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Tanimura, Itaru	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.2	Elect Director Tomaru, Akihiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.3	Elect Director Tsuchiya, Eiji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.4	Elect Director Nakamura, Rie	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

M3, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.5	Elect Director Tanaka, Yoshinao	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.6	Elect Director Yamazaki, Satoshi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.7	Elect Director Yoshida, Kenichiro	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful because outside directors are not required in the category of "directors who are not audit committee members."</i>					
1.8	Elect Director Tsugawa, Yusuke	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.1	Elect Director and Audit Committee Member Yamazaki, Mayuka	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.2	Elect Director and Audit Committee Member Ebata, Takako	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.3	Elect Director and Audit Committee Member Suzuki, Satoko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Makita Corp.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 6586

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J39584107

Shares Voted: 3,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 47	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>					
2.1	Elect Director Goto, Munetoshi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.2	Elect Director Kaneko, Tetsuhisa	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Makita Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.3	Elect Director Tsuchiya, Takashi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.4	Elect Director Yoshida, Masaki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.5	Elect Director Omote, Takashi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.6	Elect Director Otsu, Yukihiro	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.7	Elect Director Inuzuka, Yoshihisa	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.8	Elect Director Kawase, Hideyuki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.9	Elect Director Sugino, Masahiro	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.10	Elect Director Iwase, Takahiro	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3	Approve Annual Bonus	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the proposal is warranted because: * The total proposed amount of the bonuses is not excessively high.</i>					

Mizuho Financial Group, Inc.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 8411

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J4599L102

Shares Voted: 13,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Kobayashi, Yoshimitsu	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.2	Elect Director Sato, Ryoji	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.3	Elect Director Tsukioka, Takashi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Mizuho Financial Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.4	Elect Director Ono, Kotaro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.5	Elect Director Shinohara, Hiromichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.6	Elect Director Kobayashi, Izumi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.7	Elect Director Noda, Yumiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.8	Elect Director Uchida, Takakazu	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * The board after this meeting will not be majority independent and this outside director nominee lacks independence.</i>				
1.9	Elect Director Imai, Seiji	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's capital misallocation.</i>				
1.10	Elect Director Hirama, Hisaaki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.11	Elect Director Kihara, Masahiro	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's capital misallocation.</i>				
1.12	Elect Director Take, Hidekatsu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.13	Elect Director Kanazawa, Mitsuhiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.14	Elect Director Yonezawa, Takefumi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2	Amend Articles to Add Provision on Director Competencies to Manage Climate-Related Business Risks and Opportunities	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this shareholder proposal is recommended because: * Disclosing information on how climate-related risks and opportunities are factored in the selection of outside directors and the board evaluation would be of value to Mizuho shareholders given the climate risk and other environmental impacts of the company's current strategy.</i>				
3	Amend Articles to Add Provision on Assessment of Clients' Climate Change Transition Plans	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this shareholder proposal is recommended because: * Enhanced disclosure of strategies and reduction targets aimed to limit the company's exposure to fossil fuels would further bolster the company's current commitments to net zero activities. Adoption of the resolution would more strongly align the company's net zero goals and its policies and actions, and provide shareholders with a better understanding of the company's management and oversight of climate change-related risks.</i>				

Meeting Date: 06/26/2024

Country: Cayman Islands

Ticker: 9999

Record Date: 05/24/2024

Meeting Type: Annual

Primary Security ID: G6427A102

Shares Voted: 18,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect William Lei Ding as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the election of William Ding Lei, Alice Cheng Yu-Fen, Grace Tang Hui, and Joseph Tong Tze Kay is warranted given that majority of the board members are independent and that the board has established audit, compensation, and nominating committees which are composed entirely of independent non-executive directors. Meanwhile, a vote AGAINST the reelection of Michael Leung Man Kit is warranted due to concerns on his suitability to serve as a director of the company.</i></p>					
1b	Elect Alice Yu-Fen Cheng as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the election of William Ding Lei, Alice Cheng Yu-Fen, Grace Tang Hui, and Joseph Tong Tze Kay is warranted given that majority of the board members are independent and that the board has established audit, compensation, and nominating committees which are composed entirely of independent non-executive directors. Meanwhile, a vote AGAINST the reelection of Michael Leung Man Kit is warranted due to concerns on his suitability to serve as a director of the company.</i></p>					
1c	Elect Grace Hui Tang as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the election of William Ding Lei, Alice Cheng Yu-Fen, Grace Tang Hui, and Joseph Tong Tze Kay is warranted given that majority of the board members are independent and that the board has established audit, compensation, and nominating committees which are composed entirely of independent non-executive directors. Meanwhile, a vote AGAINST the reelection of Michael Leung Man Kit is warranted due to concerns on his suitability to serve as a director of the company.</i></p>					
1d	Elect Joseph Tze Kay Tong as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the election of William Ding Lei, Alice Cheng Yu-Fen, Grace Tang Hui, and Joseph Tong Tze Kay is warranted given that majority of the board members are independent and that the board has established audit, compensation, and nominating committees which are composed entirely of independent non-executive directors. Meanwhile, a vote AGAINST the reelection of Michael Leung Man Kit is warranted due to concerns on his suitability to serve as a director of the company.</i></p>					
1e	Elect Michael Man Kit Leung as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote FOR the election of William Ding Lei, Alice Cheng Yu-Fen, Grace Tang Hui, and Joseph Tong Tze Kay is warranted given that majority of the board members are independent and that the board has established audit, compensation, and nominating committees which are composed entirely of independent non-executive directors. Meanwhile, a vote AGAINST the reelection of Michael Leung Man Kit is warranted due to concerns on his suitability to serve as a director of the company.</i></p>					
2	Ratify Appointment of PricewaterhouseCoopers Zhong Tian LLP and PricewaterhouseCoopers as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the remuneration of the audit firms and the way the audit was conducted.</i></p>					

Meeting Date: 06/26/2024

Country: Japan

Ticker: 4021

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J56988108

Shares Voted: 2,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 94	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Kinoshita, Kojiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Yagi, Shinsuke	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Honda, Takashi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Ishikawa, Motoaki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Daimon, Hideki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Matsuoka, Takeshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Obayashi, Hidehito	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Kataoka, Kazunori	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.9	Elect Director Nakagawa, Miyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.10	Elect Director Takeoka, Yuko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3	Appoint Statutory Auditor Takahama, Shigeru	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Nissin Foods Holdings Co., Ltd.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 2897

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J58063124

Shares Voted: 1,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 40	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Ando, Koki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Ando, Noritaka	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Yokoyama, Yukio	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Kobayashi, Ken	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
2.5	Elect Director Okafuji, Masahiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
2.6	Elect Director Mizuno, Masato	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Nakagawa, Yukiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Sakuraba, Eietsu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.9	Elect Director Ogasawara, Yuka	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.10	Elect Director Yamaguchi, Keiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
3	Appoint Statutory Auditor Nishikawa, Kyo	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this nominee is warranted because: * The outside statutory auditor nominee's affiliation with the company could compromise independence.</i>				

NSD Co., Ltd.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 9759

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J56107105

Shares Voted: 1,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Imajo, Yoshikazu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.2	Elect Director Maekawa, Hideshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.3	Elect Director Yamoto, Osamu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.4	Elect Director Kikawada, Hidetaka	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.5	Elect Director Kajiwara, Yuriko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.6	Elect Director Kawamata, Atsuhiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.7	Elect Director Jinnouchi, Kumiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.8	Elect Director Takeuchi, Toru	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2	Appoint Statutory Auditor Yagi, Kiyokimi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3	Approve Merger Agreement with Trigger K.K	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A Vote AGAINST the proposed transaction is warranted because: * The company fails to present sufficient information, preventing shareholders from evaluating if the deal is beneficial to them.</i>				

NVIDIA Corporation

Meeting Date: 06/26/2024

Country: USA

Ticker: NVDA

Record Date: 04/29/2024

Meeting Type: Annual

Primary Security ID: 67066G104

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Robert K. Burgess	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephen (Steve) Neal, Persis Drell, Harvey Jones, and Mark Stevens is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Tench Cox	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephen (Steve) Neal, Persis Drell, Harvey Jones, and Mark Stevens is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director John O. Dabiri	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephen (Steve) Neal, Persis Drell, Harvey Jones, and Mark Stevens is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Persis S. Drell	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephen (Steve) Neal, Persis Drell, Harvey Jones, and Mark Stevens is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Jen-Hsun Huang	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephen (Steve) Neal, Persis Drell, Harvey Jones, and Mark Stevens is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Dawn Hudson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephen (Steve) Neal, Persis Drell, Harvey Jones, and Mark Stevens is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Harvey C. Jones	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephen (Steve) Neal, Persis Drell, Harvey Jones, and Mark Stevens is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Melissa B. Lora	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephen (Steve) Neal, Persis Drell, Harvey Jones, and Mark Stevens is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Stephen C. Neal	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephen (Steve) Neal, Persis Drell, Harvey Jones, and Mark Stevens is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director A. Brooke Seawell	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephen (Steve) Neal, Persis Drell, Harvey Jones, and Mark Stevens is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Aarti Shah	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephen (Steve) Neal, Persis Drell, Harvey Jones, and Mark Stevens is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

NVIDIA Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1l	Elect Director Mark A. Stevens	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephen (Steve) Neal, Persis Drell, Harvey Jones, and Mark Stevens is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as pay and performance are reasonably aligned for the year under review. Although some concerns are raised with respect to the LTI plan, the CEO's equity awards are entirely performance-based, with clearly disclosed target goals.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 16.84 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Adopt Simple Majority Vote	SH	None	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that elimination of the supermajority vote requirements would enhance shareholder rights.</i>				

Olympus Corp.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 7733

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J61240107

Shares Voted: 19,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Fujita, Sumitaka	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.2	Elect Director David Robert Hale	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.3	Elect Director Jimmy C. Beasley	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.4	Elect Director Ichikawa, Sachiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.5	Elect Director Kan, Kohei	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.6	Elect Director Gary John Pruden	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Olympus Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.7	Elect Director Luann Marie Pandy	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.8	Elect Director Iwasaki, Masato	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.9	Elect Director Takeuchi, Yasuo	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.10	Elect Director Stefan Kaufmann	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.11	Elect Director Okubo, Toshihiko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Resona Holdings, Inc.

Meeting Date: 06/26/2024 **Country:** Japan **Ticker:** 8308
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J6448E106

Shares Voted: 11,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Amend Articles to Make Technical Changes	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns resulting from the change to the articles.</i>					
2.1	Elect Director Minami, Masahiro	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's capital misallocation.</i>					
2.2	Elect Director Ishida, Shigeki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: There are no particular concerns about the nominee.</i>					
2.3	Elect Director Noguchi, Mikio	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.4	Elect Director Oikawa, Hisahiko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.5	Elect Director Baba, Chiharu	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.6	Elect Director Iwata, Kimie	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.7	Elect Director Egami, Setsuko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Resona Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.8	Elect Director Ike, Fumihiko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.9	Elect Director Nohara, Sawako	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.10	Elect Director Yamauchi, Masaki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.11	Elect Director Tanaka, Katsuyuki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.12	Elect Director Yasuda, Ryuji	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Riken Keiki Co., Ltd.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 7734

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J64984107

Shares Voted: 200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Kobayashi, Hisayoshi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.2	Elect Director Matsumoto, Tetsuya	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.3	Elect Director Kobu, Shinya	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.4	Elect Director Kizaki, Shoji	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

ROHM Co., Ltd.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 6963

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J65328122

Shares Voted: 4,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 25	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Matsumoto, Isao	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Azuma, Katsumi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Ino, Kazuhide	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Tateishi, Tetsuo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Yamamoto, Koji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Nagumo, Tadanobu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Peter Kenevan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Inoue, Fukuko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.9	Elect Director Aoki, Tetsuo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.10	Elect Director Kozaki, Aiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

SG Holdings Co., Ltd.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 9143

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J7134P108

Shares Voted: 1,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Kuriwada, Eiichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

SG Holdings Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director Matsumoto, Hidekazu	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.3	Elect Director Motomura, Masahide	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.4	Elect Director Kawanago, Katsuhiro	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.5	Elect Director Sasamori, Kimiaki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.6	Elect Director Takaoka, Mika	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.7	Elect Director Sagisaka, Osami	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.8	Elect Director Akiyama, Masato	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Shimadzu Corp.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 7701

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J72165129

Shares Voted: 1,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 36	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>					
2.1	Elect Director Ueda, Teruhisa	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.2	Elect Director Yamamoto, Yasunori	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.3	Elect Director Watanabe, Akira	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.4	Elect Director Maruyama, Shuzo	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Shimadzu Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.5	Elect Director Hanai, Nobuo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Nakanishi, Yoshiyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Hamada, Nami	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Kitano, Mie	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3	Appoint Statutory Auditor Nishimoto, Tsuyoshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4	Appoint Alternate Statutory Auditor Iwamoto, Fumio	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
5	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * This plan is likely to help sharpen recipients' focus on share price performance and align their interests more closely with those of shareholders.</i>				

Sumitomo Electric Industries Ltd.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 5802

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J77411114

Shares Voted: 4,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 52	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Matsumoto, Masayoshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Inoue, Osamu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Hato, Hideo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Nishimura, Akira	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Sumitomo Electric Industries Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.5	Elect Director Shirayama, Masaki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Miyata, Yasuhiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Sahashi, Toshiyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Nakajima, Shigeru	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.9	Elect Director Sato, Hiroshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.10	Elect Director Tsuchiya, Michihiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.11	Elect Director Christina Ahmadjian	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.12	Elect Director Watanabe, Katsuaki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
2.13	Elect Director Horiba, Atsushi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.14	Elect Director Ogata, Yoshiyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.15	Elect Director Kawamata, Kyoko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3	Appoint Statutory Auditor Uehara, Michiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4	Approve Annual Bonus	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposal is warranted because: * The total proposed amount of the bonuses is not excessively high.</i>				
5	Approve Compensation Ceiling for Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * Financial performance does not imply that the company has failed to conduct business in the interests of shareholders. * The size of the proposed ceiling cannot be regarded as excessively high.</i>				

Sumitomo Electric Industries Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Approve Compensation Ceiling for Statutory Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * The size of the proposed ceiling cannot be regarded as high.</i>					

Sumitomo Metal Mining Co. Ltd.

Meeting Date: 06/26/2024 **Country:** Japan **Ticker:** 5713
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J77712180

Shares Voted: 1,700

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

Sumitomo Metal Mining Co. Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Appoint Alternate Statutory Auditor Mishina, Kazuhiro	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
5	Approve Annual Bonus	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the proposal is warranted because: * The total proposed amount of the bonuses is not excessively high.</i>					

T&D Holdings, Inc.

Meeting Date: 06/26/2024 **Country:** Japan **Ticker:** 8795
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J86796109

Shares Voted: 3,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 35	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>					
2.1	Elect Director Uehara, Hirohisa	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.2	Elect Director Moriyama, Masahiko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.3	Elect Director Nagai, Hotaka	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.4	Elect Director Futami, Yoko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.5	Elect Director Watanabe, Kensaku	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.6	Elect Director Kato, Masazumi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.7	Elect Director Fuma, Kenji	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.8	Elect Director Soejima, Naoki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.9	Elect Director Kitahara, Mutsuro	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

T&D Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.1	Elect Director and Audit Committee Member Ikawa, Takashi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.2	Elect Director and Audit Committee Member Tojo, Takashi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.3	Elect Director and Audit Committee Member Yamada, Shinnosuke	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.4	Elect Director and Audit Committee Member Taishido, Atsuko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.5	Elect Director and Audit Committee Member Nitto, Koji	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
4	Elect Alternate Director and Audit Committee Member Shimma, Yuichiro	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Takeda Pharmaceutical Co., Ltd.

Meeting Date: 06/26/2024 **Country:** Japan **Ticker:** 4502
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J8129E108

Shares Voted: 8,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 94	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * The company's reserves are adequate to cover the dividend.</i>					
2.1	Elect Director Christophe Weber	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's unfavorable ROE performance.</i>					
2.2	Elect Director Andrew Plump	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.3	Elect Director Furuta, Mirano	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Takeda Pharmaceutical Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.4	Elect Director Iijima, Masami	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Ian Clark	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Steven Gillis	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director John Maraganore	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Michel Orsinger	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.9	Elect Director Tsusaka, Miki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.10	Elect Director Higashi, Emiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.1	Elect Director and Audit Committee Member Hatsukawa, Koji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.2	Elect Director and Audit Committee Member Fujimori, Yoshiaki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.3	Elect Director and Audit Committee Member Kimberly A. Reed	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.4	Elect Director and Audit Committee Member Jean-Luc Butel	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4	Approve Annual Bonus	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the proposal is warranted because: * Under the current compensation practice at Takeda Pharmaceutical, regardless of the compensation system currently in place, it appears that the economic interests of shareholders are not firmly aligned with those of executives, particularly that of CEO Weber, in light of TSR underperformance against peers during his 10-year presidency. * Takeda Pharmaceutical performs poorly against peers in terms of capital efficiency and market valuation.</i>				

Terumo Corp.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 4543

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J83173104

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 22	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Takagi, Toshiaki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Samejima, Hikaru	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Osada, Toshihiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Hirose, Kazunori	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Kunimoto, Norimasa	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Nishi, Hidenori	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Ozawa, Keiya	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful because outside directors are not required in the category of "directors who are not audit committee members."</i>				
2.8	Elect Director Kogiso, Mari	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.1	Elect Alternate Director and Audit Committee Member Sakaguchi, Koichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.2	Elect Alternate Director and Audit Committee Member Kosugi, Hiroaki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

The Chiba Bank, Ltd.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 8331

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J05670104

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 17	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2	Amend Articles to Reduce Directors' Term	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns resulting from the change to the articles.</i>				
3.1	Elect Director Yonemoto, Tsutomu	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * The nominee, as the top executive, should be considered accountable for the misconduct related to the sale of structured bonds for which the bank received administrative actions from the financial authorities.</i>				
3.2	Elect Director Yamazaki, Kiyomi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.3	Elect Director Awaji, Mutsumi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.4	Elect Director Makinose, Takashi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.5	Elect Director Ono, Masayasu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.6	Elect Director Tashima, Yuko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.7	Elect Director Takayama, Yasuko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.8	Elect Director Kiuchi, Takahide	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
3.9	Elect Director Yoshizawa, Ryoji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4	Approve Restricted Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * This plan is likely to help sharpen recipients' focus on share price performance and align their interests more closely with those of shareholders.</i>				

Topcon Corp.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 7732

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J87473112

Shares Voted: 2,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Hirano, Satoshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.2	Elect Director Eto, Takashi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.3	Elect Director Akiyama, Haruhiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.4	Elect Director Yamazaki, Takayuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.5	Elect Director Watanabe, Reiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.6	Elect Director Yamazaki, Naoko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.7	Elect Director Inaba, Yoshiharu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.8	Elect Director Hidaka, Naoki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.9	Elect Director Teramoto, Katsuhiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.10	Elect Director Nakai, Hajime	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
2	Appoint Alternate Statutory Auditor Inoue, Tsuyoshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

United Therapeutics Corporation

Meeting Date: 06/26/2024

Country: USA

Ticker: UTHR

Record Date: 04/29/2024

Meeting Type: Annual

Primary Security ID: 91307C102

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Christopher Causey	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1b	Elect Director Raymond Dwek	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1c	Elect Director Richard Giltner	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1d	Elect Director Ray Kurzweil	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1e	Elect Director Jan Malcolm	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1f	Elect Director Linda Maxwell	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1g	Elect Director Nilda Mesa	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director Judy Olian	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1i	Elect Director Christopher Patusky	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1j	Elect Director Martine Rothblatt	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1k	Elect Director Louis Sullivan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1l	Elect Director Tommy Thompson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as no significant concerns were identified and pay and performance are reasonably aligned at this time.</i>				
3	Amend Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				

ZOZO, Inc.

Meeting Date: 06/26/2024

Country: Japan

Ticker: 3092

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J9893A108

Shares Voted: 3,100

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

3i Group PLC

Meeting Date: 06/27/2024

Country: United Kingdom

Ticker: III

Record Date: 06/25/2024

Meeting Type: Annual

Primary Security ID: G88473148

Shares Voted: 63,643

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

3i Group PLC

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
4	Re-elect Simon Borrows as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members David Hutchison, Lesley Knox, Stephen Daintith, Coline McConville, Peter McKellar, and Alexandra Schaapveld is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
5	Re-elect Stephen Daintith as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members David Hutchison, Lesley Knox, Stephen Daintith, Coline McConville, Peter McKellar, and Alexandra Schaapveld is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
6	Re-elect Jasi Halai as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members David Hutchison, Lesley Knox, Stephen Daintith, Coline McConville, Peter McKellar, and Alexandra Schaapveld is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
7	Re-elect James Hatchley as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members David Hutchison, Lesley Knox, Stephen Daintith, Coline McConville, Peter McKellar, and Alexandra Schaapveld is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
8	Re-elect David Hutchison as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members David Hutchison, Lesley Knox, Stephen Daintith, Coline McConville, Peter McKellar, and Alexandra Schaapveld is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
9	Re-elect Lesley Knox as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members David Hutchison, Lesley Knox, Stephen Daintith, Coline McConville, Peter McKellar, and Alexandra Schaapveld is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
10	Re-elect Coline McConville as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members David Hutchison, Lesley Knox, Stephen Daintith, Coline McConville, Peter McKellar, and Alexandra Schaapveld is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
11	Re-elect Peter McKellar as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members David Hutchison, Lesley Knox, Stephen Daintith, Coline McConville, Peter McKellar, and Alexandra Schaapveld is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
12	Re-elect Alexandra Schaapveld as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members David Hutchison, Lesley Knox, Stephen Daintith, Coline McConville, Peter McKellar, and Alexandra Schaapveld is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
13	Reappoint KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.9 percent of the total fees paid to the auditor are for non-audit purposes.</i>				

3i Group PLC

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
14	Authorise Board Acting Through the Audit and Compliance Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.9 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
15	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				
16	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
17	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
18	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
19	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				
20	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>				

ANA HOLDINGS INC.

Meeting Date: 06/27/2024 **Country:** Japan **Ticker:** 9202
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J0156Q112

Shares Voted: 900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 50	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Katanozaka, Shinya	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

ANA HOLDINGS INC.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.2	Elect Director Shibata, Koji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Hirasawa, Juichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Naoki, Yoshiharu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Nakahori, Kimihiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Taneie, Jun	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Inoue, Shinichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Yamamoto, Ado	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
2.9	Elect Director Kobayashi, Izumi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.10	Elect Director Katsu, Eijiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.11	Elect Director Minegishi, Masumi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.1	Appoint Statutory Auditor Fukuzawa, Ichiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.2	Appoint Statutory Auditor Kajita, Emiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Bath & Body Works, Inc.

Meeting Date: 06/27/2024

Country: USA

Ticker: BBWI

Record Date: 04/30/2024

Meeting Type: Annual

Primary Security ID: 070830104

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Sarah E. Nash	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.2	Elect Director Alessandro Bogliolo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.3	Elect Director Gina R. Boswell	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.4	Elect Director Lucy O. Brady	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.5	Elect Director Francis A. Hondal	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.6	Elect Director Danielle M. Lee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.7	Elect Director Juan Rajlin	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.8	Elect Director Stephen D. Steinour	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.9	Elect Director J.K. Symancyk	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.10	Elect Director Steven E. Voskuil	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Following low say-on-pay support last year, the company engaged with shareholders and disclosed their specific concerns. The committee took meaningful responsive actions to address those concerns. Further, CEO pay and company performance exhibit reasonable alignment, and a qualitative review indicates that incentive pay is largely tied to objective pay measures with clear disclosure. Accordingly, a vote FOR this proposal is warranted.</i>				

BIM Birlesik Magazalar AS

Meeting Date: 06/27/2024

Country: Turkey

Ticker: BIMAS.E

Record Date:

Meeting Type: Annual

Primary Security ID: M2014F102

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt			
1	Open Meeting, Elect Presiding Council of Meeting and Authorize Presiding Council to Sign Minutes of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: This item warrants a vote FOR because it is a routine formality.</i>				
2	Accept Board Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: These items warrant a vote FOR because: * These are routine requests in Turkey, * There are no specific concerns with the company's accounts or the allocation of income.</i>				
3	Accept Audit Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: These items warrant a vote FOR because: * These are routine requests in Turkey, * There are no specific concerns with the company's accounts or the allocation of income.</i>				
4	Accept Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: These items warrant a vote FOR because: * These are routine requests in Turkey, * There are no specific concerns with the company's accounts or the allocation of income.</i>				
5	Ratify Director Appointments	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as no concerns have been identified with the appointed directors.</i>				
6	Approve Discharge of Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted in the absence of any information about significant and compelling controversies that the board is not fulfilling its fiduciary duties.</i>				
7	Approve Allocation of Income	Mgmt	For	For	For
	<i>Voting Policy Rationale: These items warrant a vote FOR because: * These are routine requests in Turkey, * There are no specific concerns with the company's accounts or the allocation of income.</i>				
8	Elect Directors and Approve Their Remuneration	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Paul Michael Foley is warranted for lack of diversity on the board. Given the bundled nature of this item, votes against the entire slate are warranted.</i>				
9	Grant Permission for Board Members to Engage in Commercial Transactions with Company and Be Involved with Companies with Similar Corporate Purpose in Accordance with Articles 395 and 396 of Turkish Commercial Law	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as this is a routine request in Turkey given local market practices and existing legal provisions.</i>				
10	Receive Information on Donations Made in 2023	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				

BIM Birlesik Magazalar AS

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
11	Receive Information on Guarantees, Pledges and Mortgages Provided to Third Parties	Mgmt			
<i>Voting Policy Rationale: This is a non-voting item.</i>					
12	Ratify External Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>					
13	Wishes	Mgmt			
<i>Voting Policy Rationale: This is a non-voting item.</i>					

Braze, Inc.

Meeting Date: 06/27/2024 **Country:** USA **Ticker:** BRZE
Record Date: 04/29/2024 **Meeting Type:** Annual
Primary Security ID: 10576N102

Shares Voted: 353

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director William Magnuson	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Tara Levy for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee member Tara Levy given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents which adversely impacts shareholder rights. A vote FOR the remaining director nominee(s) is warranted.</i>					
1b	Elect Director David Obstler	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Tara Levy for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee member Tara Levy given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents which adversely impacts shareholder rights. A vote FOR the remaining director nominee(s) is warranted.</i>					
1c	Elect Director Tara Walpert Levy	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Tara Levy for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee member Tara Levy given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents which adversely impacts shareholder rights. A vote FOR the remaining director nominee(s) is warranted.</i>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; and * The company has not disclosed any risk mitigators, such as a clawback policy, CEO stock ownership guidelines, or stock holding period requirements.</i>					
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 5.88 percent of the fees paid to the auditor are for non-audit purposes.</i>					

Dai Nippon Printing Co., Ltd.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 7912

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J10584142

Shares Voted: 1,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 32	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Kitajima, Yoshinari	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's capital misallocation.</i>				
2.2	Elect Director Miya, Kenji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Yamaguchi, Masato	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Kuroyanagi, Masafumi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Sugita, Kazuhiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Miyake, Toru	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Miyama, Minako	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Kanazawa, Takahito	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.9	Elect Director Miyajima, Tsukasa	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.10	Elect Director Tamura, Yoshiaki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.11	Elect Director Shirakawa, Hiroshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.12	Elect Director Sugiura, Nobuhiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Dai Nippon Printing Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Appoint Shareholder Director Nominee Kusunoki, Ken	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this shareholder nominee is recommended because: * Appointing someone who is expected to bring a new perspective to the board, where hereditary succession by Kitajima family members has continued over the past seven decades, should be beneficial to shareholders.</i></p>					

DAIKIN INDUSTRIES Ltd.

Meeting Date: 06/27/2024 **Country:** Japan **Ticker:** 6367
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J10038115

Shares Voted: 3,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 130	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i></p>					
2.1	Elect Director Togawa, Masanori	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
2.2	Elect Director Takenaka, Naofumi	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
2.3	Elect Director Kawada, Tatsuo	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
2.4	Elect Director Makino, Akiji	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
2.5	Elect Director Torii, Shingo	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
2.6	Elect Director Arai, Yuko	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
2.7	Elect Director Matsuzaki, Takashi	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
2.8	Elect Director Kanwal Jeet Jawa	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
2.9	Elect Director Takahashi, Koichi	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					

DAIKIN INDUSTRIES Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.10	Elect Director Mori, Keiko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3	Appoint Statutory Auditor Takatsuki, Fumi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
4	Appoint Alternate Statutory Auditor Ono, Ichiro	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
5	Approve Career Achievement Bonus for Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * The company proposes the bonus payment only to an insider, and the amount is disclosed. * The company established a special advisory committee composed only of the company's outside directors, which is charged with reviewing the appropriateness of Inoue's career achievement bonus. * During the period of Inoue's 30-year service as the top executive, shareholders are better off with favorable TSR performance.</i>					

Daiwa House Industry Co., Ltd.

Meeting Date: 06/27/2024 **Country:** Japan **Ticker:** 1925
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J11508124

Shares Voted: 3,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 80	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>					
2.1	Elect Director Yoshii, Keiichi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.2	Elect Director Kosokabe, Takeshi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.3	Elect Director Murata, Yoshiyuki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.4	Elect Director Shimonishi, Keisuke	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.5	Elect Director Otomo, Hirotsugu	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.6	Elect Director Dekura, Kazuhito	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Daiwa House Industry Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.7	Elect Director Ariyoshi, Yoshinori	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.8	Elect Director Nagase, Toshiya	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.9	Elect Director Kuwano, Yukinori	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.10	Elect Director Seki, Miwa	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.11	Elect Director Yoshizawa, Kazuhiro	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.12	Elect Director Ito, Yujiro	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>					
2.13	Elect Director Nambu, Toshikazu	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.14	Elect Director Fukumoto, Tomomi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3	Appoint Statutory Auditor Watanabe, Akihisa	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
4	Approve Annual Bonus	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the proposal is warranted because: * The total proposed amount of the bonuses is not excessively high.</i>					
5	Approve Annual Bonus Ceiling for Directors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * The company seeks to introduce/pay performance-based compensation.</i>					

Dell Technologies Inc.

Meeting Date: 06/27/2024

Country: USA

Ticker: DELL

Record Date: 05/01/2024

Meeting Type: Annual

Primary Security ID: 24703L202

Shares Voted: 950

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Michael S. Dell	Mgmt	For	Withhold	Withhold

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Ellen Kullman and David Dorman for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee members Ellen Kullman, and David Dorman for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for Michael Dell as his ownership of the supervoting shares provides him with voting power control of the company. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director David W. Dorman	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Ellen Kullman and David Dorman for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee members Ellen Kullman, and David Dorman for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for Michael Dell as his ownership of the supervoting shares provides him with voting power control of the company. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Egon Durban	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Ellen Kullman and David Dorman for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee members Ellen Kullman, and David Dorman for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for Michael Dell as his ownership of the supervoting shares provides him with voting power control of the company. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director David Grain	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Ellen Kullman and David Dorman for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee members Ellen Kullman, and David Dorman for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for Michael Dell as his ownership of the supervoting shares provides him with voting power control of the company. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director William D. Green	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Ellen Kullman and David Dorman for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee members Ellen Kullman, and David Dorman for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for Michael Dell as his ownership of the supervoting shares provides him with voting power control of the company. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Steven M. Mollenkopf	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Ellen Kullman and David Dorman for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee members Ellen Kullman, and David Dorman for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for Michael Dell as his ownership of the supervoting shares provides him with voting power control of the company. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Lynn Vojvodich Radakovich	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Ellen Kullman and David Dorman for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee members Ellen Kullman, and David Dorman for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for Michael Dell as his ownership of the supervoting shares provides him with voting power control of the company. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Ellen J. Kullman	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Ellen Kullman and David Dorman for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee members Ellen Kullman, and David Dorman for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for Michael Dell as his ownership of the supervoting shares provides him with voting power control of the company. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.25 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Dell Technologies Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because the company has not disclosed any short- and long-term E&S performance incentives. In addition, the company has not disclosed any risk mitigators, such as a clawback policy, CEO stock ownership guidelines, or stock holding period requirements.</i>				
4	Report on Charitable Contributions	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because the company provides sufficient information regarding its corporate contributions, and absent self-dealing or gross negligence, management should be afforded discretion in determining the company's charitable giving strategy.</i>				
5	Report on Effectiveness of Diversity, Equity, and Inclusion Efforts	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted, as additional diversity-related disclosure would allow shareholders to better assess the effectiveness of the company's diversity initiatives and its management of any related risks.</i>				

FANUC Corp.

Meeting Date: 06/27/2024 **Country:** Japan **Ticker:** 6954
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J13440102

Shares Voted: 54,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 43.88	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Inaba, Yoshiharu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Yamaguchi, Kenji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Sasuga, Ryuji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Michael J. Cicco	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Yamazaki, Naoko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Uozumi, Hiroto	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

FANUC Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.7	Elect Director Takeda, Yoko	Mgmt	For	For	For

*Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.*

FUJIFILM Holdings Corp.

Meeting Date: 06/27/2024 Country: Japan Ticker: 4901
 Record Date: 03/31/2024 Meeting Type: Annual
 Primary Security ID: J14208102

Shares Voted: 17,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 80	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Sukeno, Kenji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Goto, Teiichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Higuchi, Masayuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Hama, Naoki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Yoshizawa, Chisato	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Ito, Yoji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Kitamura, Kunitaro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
2.8	Elect Director Eda, Makiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.9	Elect Director Nagano, Tsuyoshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.10	Elect Director Sugawara, Ikuro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

FUJIFILM Holdings Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.11	Elect Director Suzuki, Takako	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.1	Appoint Statutory Auditor Ishigaki, Tsumugu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.2	Appoint Statutory Auditor Iteya, Yoshio	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4	Approve Compensation Ceiling for Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * Financial performance does not imply that the company has failed to conduct business in the interests of shareholders. * The size of the proposed ceiling cannot be regarded as excessively high.</i>				
5	Approve Compensation Ceiling for Statutory Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * The size of the proposed ceiling cannot be regarded as high.</i>				
6	Approve Restricted Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * This plan is likely to help sharpen recipients' focus on share price performance and align their interests more closely with those of shareholders.</i>				
7	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * This plan is likely to help sharpen recipients' focus on share price performance and align their interests more closely with those of shareholders.</i>				

HOYA Corp.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 7741

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J22848105

Shares Voted: 4,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Yoshihara, Hiroaki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.2	Elect Director Abe, Yasuyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.3	Elect Director Hasegawa, Takayo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.4	Elect Director Nishimura, Mika	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

HOYA Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.5	Elect Director Sato, Mototsugu	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.6	Elect Director Ikeda, Eiichiro	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.7	Elect Director Hiroka, Ryo	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Keisei Electric Railway Co., Ltd.

Meeting Date: 06/27/2024 **Country:** Japan **Ticker:** 9009
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J32233108

Shares Voted: 20,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 26	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>					
2.1	Elect Director Kobayashi, Toshiya	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.2	Elect Director Amano, Takao	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.3	Elect Director Mochinaga, Hideki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.4	Elect Director Yamada, Koji	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.5	Elect Director Oka, Tadakazu	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.6	Elect Director Shimizu, Takeshi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.7	Elect Director Emmei, Makoto	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.8	Elect Director Tochigi, Shotaro	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.9	Elect Director Kikuchi, Misao	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Keisei Electric Railway Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.10	Elect Director Ashizaki, Takeshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
2.11	Elect Director Amitani, Takako	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.12	Elect Director Taguchi, Kazumi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.13	Elect Director Kawai, Yoshikazu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.14	Elect Director Nakajima, Akiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.15	Elect Director Ishiuchi, Toshiyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
3.1	Appoint Statutory Auditor Teshima, Tsuneaki	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this nominee is warranted because: * The outside statutory auditor nominee's affiliation with the company could compromise independence.</i>				
3.2	Appoint Statutory Auditor Kawasumi, Makoto	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4	Amend Articles to Add Provision on Capital Allocation Policy and Management of Investment Securities	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this shareholder proposal is warranted because: * While the proposal appears to be prescriptive, it gives management enough time for an orderly disposal, and the dissident does not demand Keisei sell its entire holding in OLC and the proposal would still leave the company with a sufficiently large stake in OLC to support large future investment needs. * This proposal will remove an accounting "overhang" that has long distorted Keisei's performance and valuation, forcing management to be more disciplined in its capital allocation decisions and accountable for the performance of Keisei's operating businesses.</i>				

Koito Manufacturing Co., Ltd.

Meeting Date: 06/27/2024 **Country:** Japan **Ticker:** 7276
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J34899104

Shares Voted: 12,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 28	Mgmt	For	For	For

Koito Manufacturing Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Otake, Masahiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Kato, Michiaki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Uchiyama, Masami	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Konagaya, Hideharu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Kusakawa, Katsuyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Toyota, Jun	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Uehara, Haruya	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
2.8	Elect Director Sakurai, Kingo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
2.9	Elect Director Igarashi, Chika	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.10	Elect Director Tanaka, Risa	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.1	Appoint Statutory Auditor Kikuchi, Mitsuo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.2	Appoint Statutory Auditor Sakakibara, Koichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.3	Appoint Statutory Auditor Yamaguchi, Hidemi	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this nominee is warranted because: * The outside statutory auditor nominee's affiliation with the company could compromise independence.</i>				

Luzhou Laojiao Co., Ltd.

Meeting Date: 06/27/2024

Country: China

Ticker: 000568

Record Date: 06/19/2024

Meeting Type: Annual

Primary Security ID: Y5347R104

Shares Voted: 3,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Report of the Board of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
2	Approve Report of the Board of Supervisors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
3	Approve Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
4	Approve Annual Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
5	Approve Profit Distribution	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the proposed dividend payout is considered reasonable.</i>				
6	Approve to Appoint Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the company has provided a valid reason for the change of auditor.</i>				
7	Amend Articles of Association	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because the proposed articles amendments are not considered to adequately provide for accountability and transparency to shareholders.</i>				
8	Amend Management Member Salary Assessment Management Measures	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
	ELECT NON-INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt			
9.1	Elect Liu Miao as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
9.2	Elect Lin Feng as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
9.3	Elect Zhang Suyi as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
9.4	Elect Qian Xu as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				

Luzhou Laojiao Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
9.5	Elect Ying Hanjie as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
9.6	Elect Xiong Bo as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
	ELECT INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt			
10.1	Elect Chen Youan as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
10.2	Elect Lyu Xianpei as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
10.3	Elect Li Guowang as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
10.4	Elect Li Liangchen as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
	ELECT SUPERVISORS VIA CUMULATIVE VOTING	Mgmt			
11.1	Elect Yang Ping as Supervisor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
11.2	Elect Zhou Lei as Supervisor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
11.3	Elect Zhang Li as Supervisor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				

Marathon Digital Holdings, Inc.

Meeting Date: 06/27/2024

Country: USA

Ticker: MARA

Record Date: 04/29/2024

Meeting Type: Annual

Primary Security ID: 565788106

Shares Voted: 974

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Fred Thiel	Mgmt	For	For	For

Marathon Digital Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Kevin DeNuccio for lack of diversity on the board. A WITHHOLD vote is warranted for Audit Committee member Said Ouissal for failing to address the material weaknesses in the company's internal controls in consecutive years. In the absence of a say-on-pay proposal, a WITHHOLD vote is warranted for Compensation Committee member Kevin DeNuccio due to an unmitigated pay-for-performance misalignment. A vote FOR the remaining director nominee, Fred Thiel, is warranted.</i>				
1.2	Elect Director Kevin DeNuccio	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Kevin DeNuccio for lack of diversity on the board. A WITHHOLD vote is warranted for Audit Committee member Said Ouissal for failing to address the material weaknesses in the company's internal controls in consecutive years. In the absence of a say-on-pay proposal, a WITHHOLD vote is warranted for Compensation Committee member Kevin DeNuccio due to an unmitigated pay-for-performance misalignment. A vote FOR the remaining director nominee, Fred Thiel, is warranted.</i>				
1.3	Elect Director Said Ouissal	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Kevin DeNuccio for lack of diversity on the board. A WITHHOLD vote is warranted for Audit Committee member Said Ouissal for failing to address the material weaknesses in the company's internal controls in consecutive years. In the absence of a say-on-pay proposal, a WITHHOLD vote is warranted for Compensation Committee member Kevin DeNuccio due to an unmitigated pay-for-performance misalignment. A vote FOR the remaining director nominee, Fred Thiel, is warranted.</i>				
2	Ratify Marcum LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 13.31 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year	One Year
	<i>Voting Policy Rationale: A vote for the adoption of an ANNUAL say-on-pay frequency is warranted. Annual say-on-pay votes are considered a best practice as they give shareholders a regular opportunity to opine on executive pay.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factors: * The plan cost is excessive; * The disclosure of change-in-control ("CIC") vesting treatment is incomplete (or is otherwise considered discretionary); and * The plan allows broad discretion to accelerate vesting.</i>				

Meiji Holdings Co., Ltd.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 2269

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J41729104

Shares Voted: 1,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Kawamura, Kazuo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.2	Elect Director Kobayashi, Daikichiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.3	Elect Director Matsuda, Katsunari	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Meiji Holdings Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.4	Elect Director Furuta, Jun	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.5	Elect Director Hishinuma, Jun	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.6	Elect Director Matsumura, Mariko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.7	Elect Director Kawata, Masaya	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.8	Elect Director Kuboyama, Michiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.9	Elect Director Peter D. Pedersen	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2	Appoint Alternate Statutory Auditor Komatsu, Masakazu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Minebea Mitsumi, Inc.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 6479

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J42884130

Shares Voted: 2,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 20	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2	Amend Articles to Amend Business Lines	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns resulting from the change to the articles.</i>				
3.1	Elect Director Kainuma, Yoshihisa	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.2	Elect Director Moribe, Shigeru	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Minebea Mitsumi, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.3	Elect Director Yoshida, Katsuhiko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.4	Elect Director Iwaya, Ryozo	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.5	Elect Director None, Shigeru	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.6	Elect Director Mizuma, Satoshi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.7	Elect Director Suzuki, Katsutoshi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.8	Elect Director Matsuoka, Takashi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.9	Elect Director Miyazaki, Yuko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.10	Elect Director Matsumura, Atsuko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.11	Elect Director Haga, Yuko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.12	Elect Director Katase, Hirofumi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
4	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * This plan is likely to help sharpen recipients' focus on share price performance and align their interests more closely with those of shareholders.</i>					

Mitsubishi Estate Co., Ltd.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 8802

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J43916113

Shares Voted: 7,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 20	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>					

Mitsubishi Estate Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.1	Elect Director Yoshida, Junichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Nakajima, Atsushi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Naganuma, Bunroku	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Umeda, Naoki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Hirai, Mikihiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Nishigai, Noboru	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Katayama, Hiroshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Shirakawa, Masaaki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.9	Elect Director Narukawa, Tetsuo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.10	Elect Director Okamoto, Tsuyoshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.11	Elect Director Melanie Brock	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.12	Elect Director Sueyoshi, Wataru	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.13	Elect Director Sonoda, Ayako	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.14	Elect Director Oda, Naosuke	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Mitsubishi UFJ Financial Group, Inc.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 8306

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J44497105

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 20.5	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Fujii, Mariko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Honda, Keiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Kato, Kaoru	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Kuwabara, Satoko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Nomoto, Hirofumi	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * The board after this meeting will not be majority independent and this outside director nominee lacks independence.</i>				
2.6	Elect Director Mari Elka Pangestu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Shimizu, Hiroshi	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * The board after this meeting will not be majority independent and this outside director nominee lacks independence.</i>				
2.8	Elect Director David Sneider	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.9	Elect Director Tsuji, Koichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.10	Elect Director Miyanaga, Kenichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.11	Elect Director Shinke, Ryoichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.12	Elect Director Mike, Kanetsugu	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's capital misallocation.</i>				
2.13	Elect Director Kamezawa, Hironori	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's capital misallocation.</i>				

Mitsubishi UFJ Financial Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.14	Elect Director Nagashima, Iwao	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.15	Elect Director Hanzawa, Junichi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.16	Elect Director Kobayashi, Makoto	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3	Amend Articles to Add Provision on Director Competencies to Manage Climate-Related Business Risks and Opportunities	SH	Against	For	For
<i>Voting Policy Rationale: A vote FOR this shareholder proposal is warranted because: * Disclosing information on how climate-related risks and opportunities are factored in the selection of outside directors and the board evaluation would be of value to MUFG shareholders given the climate risk and other environmental impacts of the company's current strategy.</i>					
4	Amend Articles to Add Provision on Assessment of Clients' Climate Change Transition Plans	SH	Against	For	For
<i>Voting Policy Rationale: A vote FOR this shareholder proposal is recommended because: * Enhanced disclosure of strategies and reduction targets aimed to limit the company's exposure to fossil fuels would further bolster the company's current commitments to net zero activities. Adoption of the resolution would more strongly align the company's net zero goals and its policies and actions, and provide shareholders with a better understanding of the company's management and oversight of climate change-related risks, particularly with its climate transition plan.</i>					

Mitsui Fudosan Co., Ltd.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 8801

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J4509L101

Shares Voted: 5,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 49	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>					
2	Amend Articles to Reduce Directors' Term	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns resulting from the change to the articles.</i>					
3.1	Elect Director Saito, Yutaka	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.2	Elect Director Mochimaru, Nobuhiko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Mitsui Fudosan Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.3	Elect Director Hibino, Takashi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4.1	Appoint Statutory Auditor Hirokawa, Yoshihiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4.2	Appoint Statutory Auditor Chiba, Michiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
5	Approve Annual Bonus	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposal is warranted because: * The total proposed amount of the bonuses is not excessively high.</i>				
6	Approve Restricted Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * This plan is likely to help sharpen recipients' focus on share price performance and align their interests more closely with those of shareholders.</i>				

Murata Manufacturing Co. Ltd.

Meeting Date: 06/27/2024 **Country:** Japan **Ticker:** 6981
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J46840104

Shares Voted: 44,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 27	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2	Amend Articles to Clarify Director Authority on Board Meetings - Authorize Board to Determine Income Allocation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns resulting from the change to the articles.</i>				
3.1	Elect Director Nakajima, Norio	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.2	Elect Director Iwatsubo, Hiroshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.3	Elect Director Minamide, Masanori	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Murata Manufacturing Co. Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.4	Elect Director Izumitani, Hiroshi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.5	Elect Director Murata, Takaki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.6	Elect Director Yasuda, Yuko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.7	Elect Director Nishijima, Takashi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.8	Elect Director Ina, Hiroyuki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
4.1	Elect Director and Audit Committee Member Ozawa, Yoshiro	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
4.2	Elect Director and Audit Committee Member Yamamoto, Takatoshi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
4.3	Elect Director and Audit Committee Member Munakata, Naoko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
4.4	Elect Director and Audit Committee Member Enomoto, Seiichi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Nagarro SE

Meeting Date: 06/27/2024

Country: Germany

Ticker: NA9

Record Date: 06/20/2024

Meeting Type: Annual

Primary Security ID: D5S4HP103

Shares Voted: 186

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023 (Non-Voting)	Mgmt			
<i>Voting Policy Rationale: This is a non-voting item.</i>					

Nagarro SE

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Discharge of Management Board for Fiscal Year 2023	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>					
3	Approve Discharge of Supervisory Board for Fiscal Year 2023	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>					
4	Ratify KPMG AG as Auditors for Fiscal Year 2024 and for the Review of Interim Financial Statements until 2025 AGM	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>					
5	Approve Remuneration Report	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the company's remuneration report is broadly in line with market practice and no significant concerns were identified.</i>					
6	Approve Remuneration Policy	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted because: * The policy contains significant discretionary scope via special bonuses and sign-on payments for new executives. * The LTI is defined in vague terms and payouts are not subject to an explicit cap beyond the overall maximum remuneration cap.</i>					

Nintendo Co., Ltd.

Meeting Date: 06/27/2024 **Country:** Japan **Ticker:** 7974
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J51699106

Shares Voted: 9,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 131	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>					
2.1	Elect Director Furukawa, Shuntaro	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.2	Elect Director Miyamoto, Shigeru	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.3	Elect Director Takahashi, Shinya	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Nintendo Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.4	Elect Director Shibata, Satoru	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Shiota, Ko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Beppu, Yusuke	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Chris Meledandri	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful because outside directors are not required in the category of "directors who are not audit committee members."</i>				
2.8	Elect Director Miyoko Demay	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.1	Elect Director and Audit Committee Member Yoshimura, Takuya	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.2	Elect Director and Audit Committee Member Umeyama, Katsuhiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.3	Elect Director and Audit Committee Member Shinkawa, Asa	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.4	Elect Director and Audit Committee Member Osawa, Eiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.5	Elect Director and Audit Committee Member Akashi, Keiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4	Approve Fixed Cash Compensation Ceiling and Performance-Based Cash Compensation Ceiling for Directors Who Are Not Audit Committee Members	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * The size of the proposed fixed cash compensation ceiling for directors who are not audit committee members cannot be regarded as excessively high. * The company proposes to raise the sub-ceiling of compensation for outsiders. * The company seeks to introduce/pay performance-based compensation.</i>				

Obayashi Corp.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 1802

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J59826107

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 54	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Obayashi, Takeo	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's capital misallocation.</i>				
2.2	Elect Director Hasuwa, Kenji	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's capital misallocation.</i>				
2.3	Elect Director Sasagawa, Atsushi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Sato, Toshimi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Orii, Masako	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Kato, Hiroyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Kuroda, Yukiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Shime, Hiroyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.9	Elect Director Ikegawa, Yoshihiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3	Appoint Statutory Auditor Okano, Eiichiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>				

OBIC Co. Ltd.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 4684

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J5946V107

Shares Voted: 1,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 170	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>					
2.1	Elect Director Noda, Masahiro	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.2	Elect Director Tachibana, Shoichi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.3	Elect Director Fujimoto, Takao	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.4	Elect Director Okada, Takeshi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.5	Elect Director Gomi, Yasumasa	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>					
2.6	Elect Director Ejiri, Takashi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.7	Elect Director Egami, Mime	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Odakyu Electric Railway Co., Ltd.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 9007

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J59568139

Shares Voted: 1,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 19	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>					

Odakyu Electric Railway Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Amend Articles to Adopt Board Structure with Audit Committee - Amend Provisions on Number of Directors - Authorize Directors to Execute Day to Day Operations without Full Board Approval	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns resulting from the change to the articles.</i>					
3.1	Elect Director Hoshino, Koji	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.2	Elect Director Suzuki, Shigeru	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.3	Elect Director Tateyama, Akinori	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.4	Elect Director Ohara, Toru	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.5	Elect Director Itonaga, Takehide	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful because outside directors are not required in the category of "directors who are not audit committee members."</i>					
3.6	Elect Director Kondo, Shiro	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.7	Elect Director Kutsuzawa, Koichi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.8	Elect Director Mizuyoshi, Hideo	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.9	Elect Director Tsuyuki, Kaori	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
4.1	Elect Director and Audit Committee Member Hayama, Takashi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
4.2	Elect Director and Audit Committee Member Hayashi, Takeshi	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * This outside director candidate who will be an audit committee member lacks independence.</i>					
4.3	Elect Director and Audit Committee Member Wagatsuma, Yukako	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Odakyu Electric Railway Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.4	Elect Director and Audit Committee Member Taki, Junko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
5	Approve Compensation Ceiling for Directors Who Are Not Audit Committee Members	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * The proposal reflects the company's adoption of a board with an audit committee, which appears beneficial to shareholders.</i>					
6	Approve Compensation Ceiling for Directors Who Are Audit Committee Members	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * The proposal reflects the company's adoption of a board with an audit committee, which appears beneficial to shareholders.</i>					
7	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * This plan is likely to help sharpen recipients' focus on share price performance and align their interests more closely with those of shareholders.</i>					

Oji Holdings Corp.

Meeting Date: 06/27/2024 **Country:** Japan **Ticker:** 3861
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J6031N109

Shares Voted: 5,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Kaku, Masatoshi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.2	Elect Director Isono, Hiroyuki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.3	Elect Director Shindo, Fumio	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.4	Elect Director Kamada, Kazuhiko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.5	Elect Director Aoki, Shigeki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.6	Elect Director Hasebe, Akio	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.7	Elect Director Moridaira, Takayuki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Oji Holdings Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.8	Elect Director Onuki, Yuji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.9	Elect Director Nara, Michihiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.10	Elect Director Nagai, Seiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.11	Elect Director Ogawa, Hiromichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.12	Elect Director Fukuda, Sachiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Oriental Land Co., Ltd.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 4661

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J6174U100

Shares Voted: 12,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 8	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Kagami, Toshio	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Takano, Yumiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Yoshida, Kenji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Katayama, Yuichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Takahashi, Wataru	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Kaneki, Yuichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Kambara, Rika	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Oriental Land Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.8	Elect Director Hanada, Tsutomu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
2.9	Elect Director Mogi, Yuzaburo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
2.10	Elect Director Tajiri, Kunio	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.11	Elect Director Kikuchi, Misao	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.12	Elect Director Watanabe, Koichiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.1	Appoint Statutory Auditor Suzuki, Shigeru	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.2	Appoint Statutory Auditor Kainaka, Tatsuo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.3	Appoint Statutory Auditor Saigusa, Norio	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this nominee is warranted because: * The outside statutory auditor nominee's affiliation with the company could compromise independence.</i>				
3.4	Appoint Statutory Auditor Mashimo, Yukihito	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this nominee is warranted because: * The outside statutory auditor nominee's affiliation with the company could compromise independence.</i>				
4	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * This plan is likely to help sharpen recipients' focus on share price performance and align their interests more closely with those of shareholders.</i>				
5	Approve Compensation Ceiling for Statutory Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * The size of the proposed ceiling cannot be regarded as high.</i>				
6	Approve Donation of Treasury Shares to Oriental Land Happiness of Children Foundation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * Oriental Land fails to provide a compelling rationale for the effective donation of treasury shares to the Oriental Land Happiness of Children Foundation.</i>				

Meeting Date: 06/27/2024

Country: USA

Ticker: CRM

Record Date: 05/01/2024

Meeting Type: Annual

Primary Security ID: 79466L302

Shares Voted: 12,606

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Marc Benioff	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robin Washington, Laura Alber, Arnold Donald and John Roos is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Laura Alber	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robin Washington, Laura Alber, Arnold Donald and John Roos is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Craig Conway	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robin Washington, Laura Alber, Arnold Donald and John Roos is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Arnold Donald	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robin Washington, Laura Alber, Arnold Donald and John Roos is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Parker Harris	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robin Washington, Laura Alber, Arnold Donald and John Roos is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Neelie Kroes	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robin Washington, Laura Alber, Arnold Donald and John Roos is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Sachin Mehra	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robin Washington, Laura Alber, Arnold Donald and John Roos is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director G. Mason Morfit	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robin Washington, Laura Alber, Arnold Donald and John Roos is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Oscar Munoz	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robin Washington, Laura Alber, Arnold Donald and John Roos is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director John V. Roos	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robin Washington, Laura Alber, Arnold Donald and John Roos is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1k	Elect Director Robin Washington	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robin Washington, Laura Alber, Arnold Donald and John Roos is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director Maynard Webb	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robin Washington, Laura Alber, Arnold Donald and John Roos is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1m	Elect Director Susan Wojcicki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robin Washington, Laura Alber, Arnold Donald and John Roos is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Amend Certificate of Incorporation to Provide for the Exculpation of Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i>				
3	Amend Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 12.53 percent of the fees paid to the auditor are for non-audit purposes.</i>				
5	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the proposal is warranted. Some positive features are noted in the short- and long-term programs: the STI is largely based on rigorous financial metrics, while a majority of the LTI program is in multi-year equity which also utilizes rigorous target goals. However, these positive features do not mitigate concerns regarding equity grant magnitude, which continues to increase. The company granted the CEO a second, larger "annual" equity grant at the end of FY24, intended to increase the annual equity grant value for the year. Additionally, performance equity moved away from a true multi-year performance period, with a portion now based on one-year goals. Lastly, one NEO continues to receive sizeable, guaranteed time-vested equity grants and cash bonus payments for multiple years in connection with a previous agreement with the company.</i>				
6	Require Independent Board Chair	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the importance of having an independent chairman of the board.</i>				
7	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. The company has a policy that limits cash severance to a reasonable basis, absent shareholder approval, and no significant concerns are identified with respect to equity award treatment.</i>				
8	Report on Viewpoint Discrimination	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted, as the company appears to provide sufficient disclosures regarding its commitment to anti-discrimination, terms of service disclosure, and acceptable use of services.</i>				

Meeting Date: 06/27/2024

Country: Japan

Ticker: 8473

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J6991H100

Shares Voted: 1,100

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

SBI Holdings, Inc.

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

SentinelOne, Inc.

Meeting Date: 06/27/2024 Country: USA Ticker: S
Record Date: 05/03/2024 Meeting Type: Annual
Primary Security ID: 81730H109

Shares Voted: 21,277

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Charlene T. Begley	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Charlene Begley, Aaron Hughes and Mark Peek for lack of diversity on the board. WITHHOLD votes are warranted for director nominees Charlene Begley, Aaron Hughes, and Mark Peek given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board structure, each of which adversely impacts shareholder rights.</i>					
1.2	Elect Director Aaron Hughes	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Charlene Begley, Aaron Hughes and Mark Peek for lack of diversity on the board. WITHHOLD votes are warranted for director nominees Charlene Begley, Aaron Hughes, and Mark Peek given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board structure, each of which adversely impacts shareholder rights.</i>					
1.3	Elect Director Mark S. Peek	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Charlene Begley, Aaron Hughes and Mark Peek for lack of diversity on the board. WITHHOLD votes are warranted for director nominees Charlene Begley, Aaron Hughes, and Mark Peek given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board structure, each of which adversely impacts shareholder rights.</i>					
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 24.76 percent of the fees paid to the auditor are for non-audit purposes.</i>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to an unmitigated pay-for-performance misalignment. Though annual incentives were largely based on pre-set financial metrics and PSUs were introduced to the equity mix, concerns exist regarding the short- and long-term incentive programs. Committee considerations in determining the achievement of strategic objectives are not disclosed. Further, equity awards were predominantly time-based and PSUs were based on a one-year performance period with no disclosed goals. The value of the CEO's equity award was relatively large. In addition, high CEO pay relative to company performance compared to the company's peers and high CEO pay in relation to company peer group CEO median pay levels.</i>					

SentinelOne, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted, as the company is de facto controlled and decisions regarding the company's response to shareholder litigation would be made by a classified board with limited accountability to public shareholders.</i></p>					

Shimizu Corp.

Meeting Date: 06/27/2024 **Country:** Japan **Ticker:** 1803
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J72445117

Shares Voted: 3,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 6.5	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i></p>					
2.1	Elect Director Miyamoto, Yoichi	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's capital misallocation.</i></p>					
2.2	Elect Director Inoue, Kazuyuki	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's capital misallocation.</i></p>					
2.3	Elect Director Ikeda, Kentaro	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
2.4	Elect Director Sekiguchi, Takeshi	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
2.5	Elect Director Shimmura, Tatsuya	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
2.6	Elect Director Higashi, Yoshiki	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
2.7	Elect Director Shimizu, Noriaki	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
2.8	Elect Director Iwamoto, Tamotsu	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
2.9	Elect Director Kawada, Junichi	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					

Shimizu Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.10	Elect Director Tamura, Mayumi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.11	Elect Director Jozuka, Yumiko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.1	Appoint Statutory Auditor Kobayashi, Hiroshi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.2	Appoint Statutory Auditor Ishikawa, Kaoru	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Shin-Etsu Chemical Co., Ltd.

Meeting Date: 06/27/2024 **Country:** Japan **Ticker:** 4063
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J72810120

Shares Voted: 13,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 50	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>					
2.1	Elect Director Akiya, Fumio	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.2	Elect Director Saito, Yasuhiko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.3	Elect Director Ueno, Susumu	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.4	Elect Director Todoroki, Masahiko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.5	Elect Director Komiyama, Hiroshi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.6	Elect Director Nakamura, Kuniharu	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.7	Elect Director Michael H. McGarry	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Shin-Etsu Chemical Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.8	Elect Director Hasegawa, Mariko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.9	Elect Director Hibino, Takashi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3	Approve Stock Option Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this stock option plan is warranted because: * This plan is likely to help sharpen recipients' focus on share price performance and align their interests more closely with those of shareholders.</i>					

SMC Corp. (Japan)

Meeting Date: 06/27/2024 **Country:** Japan **Ticker:** 6273
Record Date: 03/31/2024 **Meeting Type:** Annual
Primary Security ID: J75734103

Shares Voted: 400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, With a Final Dividend of JPY 500	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>					
2	Amend Articles to Change Location of Head Office	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns resulting from the change to the articles.</i>					
3.1	Elect Director Takada, Yoshiki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.2	Elect Director Doi, Yoshitada	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.3	Elect Director Isoe, Toshio	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.4	Elect Director Ota, Masahiro	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.5	Elect Director Samuel Neff	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.6	Elect Director Ogura, Koji	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.7	Elect Director Kelley Stacy	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

SMC Corp. (Japan)

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.8	Elect Director Hojo, Hidemi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.9	Elect Director Kaizu, Masanobu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.10	Elect Director Kagawa, Toshiharu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.11	Elect Director Iwata, Yoshiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.12	Elect Director Miyazaki, Kyoichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Sumitomo Mitsui Financial Group, Inc.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 8316

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J7771X109

Shares Voted: 7,300

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

Sumitomo Mitsui Financial Group, Inc.

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

Sumitomo Realty & Development Co., Ltd.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 8830

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J77841112

Sumitomo Realty & Development Co., Ltd.

Shares Voted: 1,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 31	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2	Elect Director Tamura, Hakaru	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
3	Appoint Alternate Statutory Auditor Nakamura, Setsuya	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Suzuki Motor Corp.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 7269

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J78529138

Shares Voted: 1,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 67	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Suzuki, Toshihiro	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this nominee is warranted because: * This candidate is the top executive at the company, and the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments.</i>				
2.2	Elect Director Ishii, Naomi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Kato, Katsuhiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Torii, Shigetoshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.5	Elect Director Okajima, Aritaka	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Domichi, Hideaki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Egusa, Shun	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Suzuki Motor Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.8	Elect Director Takahashi, Naoko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.1	Appoint Statutory Auditor Toyoda, Taisuke	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.2	Appoint Statutory Auditor Yamagishi, Shigeo	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.3	Appoint Statutory Auditor Nagano, Norihisa	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.4	Appoint Statutory Auditor Fukuta, Mitsuhiro	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.5	Appoint Statutory Auditor Kito, Junko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Tokyu Corp.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 9005

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J88720149

Shares Voted: 3,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 10	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>					
2.1	Elect Director Nomoto, Hirofumi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.2	Elect Director Horie, Masahiro	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.3	Elect Director Fujiwara, Hirohisa	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.4	Elect Director Takahashi, Toshiyuki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.5	Elect Director Kanazashi, Kiyoshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.6	Elect Director Fukuta, Seiichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.7	Elect Director Shimada, Kunio	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.8	Elect Director Kanise, Reiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.9	Elect Director Miyazaki, Midori	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.10	Elect Director Shimizu, Hiroshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
3.1	Appoint Statutory Auditor Nakamoto, Satoru	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.2	Appoint Statutory Auditor Akimoto, Naohisa	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.3	Appoint Statutory Auditor Watanabe, Hajime	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this nominee is warranted because: * The outside statutory auditor nominee's affiliation with the company could compromise independence.</i>				
3.4	Appoint Statutory Auditor Inagaki, Seiji	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this nominee is warranted because: * The outside statutory auditor nominee's affiliation with the company could compromise independence.</i>				
4	Appoint Alternate Statutory Auditor Matsumoto, Taku	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

TOPPAN Holdings, Inc.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 7911

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: 890747108

TOPPAN Holdings, Inc.

Shares Voted: 1,800

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

Zensho Holdings Co., Ltd.

Meeting Date: 06/27/2024

Country: Japan

Ticker: 7550

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J9885X108

Shares Voted: 500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Ogawa, Kentaro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Zensho Holdings Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director Ogawa, Yohei	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.3	Elect Director Nonoshita, Shinya	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.4	Elect Director Hirano, Makoto	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.5	Elect Director Ogawa, Kazumasa	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.6	Elect Director Ito, Chiaki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.7	Elect Director Ando, Takaharu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.8	Elect Director Yamana, Shoei	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.9	Elect Director Nagatsuma, Reiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Zhuzhou CRRC Times Electric Co., Ltd.

Meeting Date: 06/27/2024 **Country:** China **Ticker:** 3898
Record Date: 06/21/2024 **Meeting Type:** Annual
Primary Security ID: Y9892N104

Shares Voted: 76,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	AGM BALLOT FOR HOLDERS OF H SHARES	Mgmt			
1	Approve Annual Report and Its Summary	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				
2	Approve Final Accounts Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				
3	Approve Work Report of the Board of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				

Zhuzhou CRRC Times Electric Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Approve Work Report of the Supervisory Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				
5	Approve Profit Distribution Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted given that this is a reasonable request that is made in line with applicable laws in China.</i>				
6	Approve KPMG Huazhen as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the audit firm, its remuneration, and the way the audit was conducted.</i>				
7	Approve Bank Credit Lines Applications	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted give the application for credit facilities would provide an additional financing channel for the company.</i>				
8	Approve Remuneration of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: Director and supervisor remuneration at Hong Kong-listed companies are usually reasonable. In the absence of known concerns over director and supervisor remuneration at the company, a vote FOR these proposals is warranted.</i>				
9	Approve Remuneration of Supervisors	Mgmt	For	For	For
	<i>Voting Policy Rationale: Director and supervisor remuneration at Hong Kong-listed companies are usually reasonable. In the absence of known concerns over director and supervisor remuneration at the company, a vote FOR these proposals is warranted.</i>				
10	Approve Estimations on Ordinary Related Party Transactions for 2025-2027	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the transactions to be contemplated under this proposal are within the ordinary and usual course of the company's business and are on normal commercial terms.</i>				
11	Amend Terms of Reference of the Independent Non-Executive Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR Items 11 to 19 is warranted given that the amendments to the INED Terms, General Meeting Rules, Board Rules, Supervisor Rules, and the relevant Internal Control Policies are made on the basis of the rules and regulations governing the company and the company's actual circumstances, and in the absence of any known issues concerning such proposed modifications. A vote AGAINST Item 23 is warranted because the proposed Articles amendments are not considered to adequately provide for accountability and transparency to shareholders.</i>				
12	Amend Rules of Procedures for the General Meetings	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR Items 11 to 19 is warranted given that the amendments to the INED Terms, General Meeting Rules, Board Rules, Supervisor Rules, and the relevant Internal Control Policies are made on the basis of the rules and regulations governing the company and the company's actual circumstances, and in the absence of any known issues concerning such proposed modifications. A vote AGAINST Item 23 is warranted because the proposed Articles amendments are not considered to adequately provide for accountability and transparency to shareholders.</i>				

Zhuzhou CRRC Times Electric Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
13	Amend Rules of Procedures for the Meetings of the Board of Directors	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR Items 11 to 19 is warranted given that the amendments to the INED Terms, General Meeting Rules, Board Rules, Supervisor Rules, and the relevant Internal Control Policies are made on the basis of the rules and regulations governing the company and the company's actual circumstances, and in the absence of any known issues concerning such proposed modifications. A vote AGAINST Item 23 is warranted because the proposed Articles amendments are not considered to adequately provide for accountability and transparency to shareholders.</i></p>				
14	Amend Rules of Procedures for the Meetings of the Supervisory Committee	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR Items 11 to 19 is warranted given that the amendments to the INED Terms, General Meeting Rules, Board Rules, Supervisor Rules, and the relevant Internal Control Policies are made on the basis of the rules and regulations governing the company and the company's actual circumstances, and in the absence of any known issues concerning such proposed modifications. A vote AGAINST Item 23 is warranted because the proposed Articles amendments are not considered to adequately provide for accountability and transparency to shareholders.</i></p>				
15	Amend Management Policy for External Guarantees	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR Items 11 to 19 is warranted given that the amendments to the INED Terms, General Meeting Rules, Board Rules, Supervisor Rules, and the relevant Internal Control Policies are made on the basis of the rules and regulations governing the company and the company's actual circumstances, and in the absence of any known issues concerning such proposed modifications. A vote AGAINST Item 23 is warranted because the proposed Articles amendments are not considered to adequately provide for accountability and transparency to shareholders.</i></p>				
16	Amend Management Policy for Related Party Transactions	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR Items 11 to 19 is warranted given that the amendments to the INED Terms, General Meeting Rules, Board Rules, Supervisor Rules, and the relevant Internal Control Policies are made on the basis of the rules and regulations governing the company and the company's actual circumstances, and in the absence of any known issues concerning such proposed modifications. A vote AGAINST Item 23 is warranted because the proposed Articles amendments are not considered to adequately provide for accountability and transparency to shareholders.</i></p>				
17	Amend Management Policy for External Investments	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR Items 11 to 19 is warranted given that the amendments to the INED Terms, General Meeting Rules, Board Rules, Supervisor Rules, and the relevant Internal Control Policies are made on the basis of the rules and regulations governing the company and the company's actual circumstances, and in the absence of any known issues concerning such proposed modifications. A vote AGAINST Item 23 is warranted because the proposed Articles amendments are not considered to adequately provide for accountability and transparency to shareholders.</i></p>				
18	Amend Management Policy for A Shares Proceeds	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR Items 11 to 19 is warranted given that the amendments to the INED Terms, General Meeting Rules, Board Rules, Supervisor Rules, and the relevant Internal Control Policies are made on the basis of the rules and regulations governing the company and the company's actual circumstances, and in the absence of any known issues concerning such proposed modifications. A vote AGAINST Item 23 is warranted because the proposed Articles amendments are not considered to adequately provide for accountability and transparency to shareholders.</i></p>				
19	Amend Policy for Preventing the Controlling Shareholders, Actual Controllers and Related Parties from Appropriating Funds	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR Items 11 to 19 is warranted given that the amendments to the INED Terms, General Meeting Rules, Board Rules, Supervisor Rules, and the relevant Internal Control Policies are made on the basis of the rules and regulations governing the company and the company's actual circumstances, and in the absence of any known issues concerning such proposed modifications. A vote AGAINST Item 23 is warranted because the proposed Articles amendments are not considered to adequately provide for accountability and transparency to shareholders.</i></p>				

Zhuzhou CRRC Times Electric Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
20	Elect Feng Xiaoyun as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR both nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i></p>					
21	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights for Additional A Shares and/or H Shares	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this resolution is warranted for the following: * The share issuance limit is greater than 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has not specified the discount limit for issuance for cash and non-cash consideration.</i></p>					
22	Approve Grant of General Mandate to the Board to Repurchase H Shares	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted given the absence of any known issues concerning the proposed H Share repurchase.</i></p>					
23	Amend Articles of Association	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote FOR Items 11 to 19 is warranted given that the amendments to the INED Terms, General Meeting Rules, Board Rules, Supervisor Rules, and the relevant Internal Control Policies are made on the basis of the rules and regulations governing the company and the company's actual circumstances, and in the absence of any known issues concerning such proposed modifications. A vote AGAINST Item 23 is warranted because the proposed Articles amendments are not considered to adequately provide for accountability and transparency to shareholders.</i></p>					
24	Elect Xu Shaolong as Director	SH	For	For	For
<p><i>Voting Policy Rationale: A vote FOR both nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i></p>					

Zhuzhou CRRC Times Electric Co., Ltd.

Meeting Date: 06/27/2024 **Country:** China **Ticker:** 3898
Record Date: 06/21/2024 **Meeting Type:** Special
Primary Security ID: Y9892N104

Shares Voted: 76,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	CLASS MEETING FOR HOLDERS OF H SHARES	Mgmt			
1	Approve Grant of General Mandate to the Board to Repurchase H Shares	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted given the absence of any known issues concerning the proposed H Share repurchase.</i></p>					

Zuora, Inc.

Meeting Date: 06/27/2024 **Country:** USA **Ticker:** ZUO
Record Date: 05/07/2024 **Meeting Type:** Annual
Primary Security ID: 98983V106

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Kenneth A. Goldman	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Tien Tzuo, Kenneth (Ken) Goldman and Joseph (Joe) Osnoss for lack of diversity on the board. WITHHOLD votes are warranted for director nominees Tien Tzuo, Kenneth (Ken) Goldman, and Joseph (Joe) Osnoss given the board's failure to remove, or subject to a reasonable sunset requirement, the multi-class capital structure, the supermajority vote requirement to enact certain changes to the governing documents, and the classified board structure, each of which adversely impacts shareholder rights. In the absence of compensation committee members on the ballot, WITHHOLD votes are further warranted for incumbent director nominees Tien Tzuo, Kenneth (Ken) Goldman, and Joseph (Joe) Osnoss. The company repriced outstanding underwater stock options held by NEOs without prior shareholder approval.</i></p>				
1.2	Elect Director Joseph Osnoss	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Tien Tzuo, Kenneth (Ken) Goldman and Joseph (Joe) Osnoss for lack of diversity on the board. WITHHOLD votes are warranted for director nominees Tien Tzuo, Kenneth (Ken) Goldman, and Joseph (Joe) Osnoss given the board's failure to remove, or subject to a reasonable sunset requirement, the multi-class capital structure, the supermajority vote requirement to enact certain changes to the governing documents, and the classified board structure, each of which adversely impacts shareholder rights. In the absence of compensation committee members on the ballot, WITHHOLD votes are further warranted for incumbent director nominees Tien Tzuo, Kenneth (Ken) Goldman, and Joseph (Joe) Osnoss. The company repriced outstanding underwater stock options held by NEOs without prior shareholder approval.</i></p>				
1.3	Elect Director Tien Tzuo	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Tien Tzuo, Kenneth (Ken) Goldman and Joseph (Joe) Osnoss for lack of diversity on the board. WITHHOLD votes are warranted for director nominees Tien Tzuo, Kenneth (Ken) Goldman, and Joseph (Joe) Osnoss given the board's failure to remove, or subject to a reasonable sunset requirement, the multi-class capital structure, the supermajority vote requirement to enact certain changes to the governing documents, and the classified board structure, each of which adversely impacts shareholder rights. In the absence of compensation committee members on the ballot, WITHHOLD votes are further warranted for incumbent director nominees Tien Tzuo, Kenneth (Ken) Goldman, and Joseph (Joe) Osnoss. The company repriced outstanding underwater stock options held by NEOs without prior shareholder approval.</i></p>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.42 percent of the fees paid to the auditor are for non-audit purposes.</i></p>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted as the compensation committee recently approved the cancellation and exchange of certain underwater options held by NEOs and directors without prior shareholder approval.</i></p>				
4	Amend Certificate of Incorporation to Provide for the Exculpation of Officers	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i></p>				
5	Approve Issuance of Common Shares Upon Conversion of Convertible Notes and Exercise of Warrants	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted. Absent approval, the company may be required to settle conversion requests in cash and it could be precluded from receiving cash proceeds upon exercise of the warrants, neither of which appear prudent.</i></p>				

Meeting Date: 06/28/2024

Country: Japan

Ticker: 6857

Record Date: 03/31/2024

Meeting Type: Annual

Primary Security ID: J00210104

Shares Voted: 10,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Douglas Lefever	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: <input type="checkbox"/> There are no particular concerns about the nominee.</i>					
1.2	Elect Director Tsukui, Koichi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: <input type="checkbox"/> There are no particular concerns about the nominee.</i>					
1.3	Elect Director Yoshida, Yoshiaki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: <input type="checkbox"/> There are no particular concerns about the nominee.</i>					
1.4	Elect Director Urabe, Toshimitsu	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: <input type="checkbox"/> There are no particular concerns about the nominee.</i>					
1.5	Elect Director Nicholas Benes	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: <input type="checkbox"/> There are no particular concerns about the nominee.</i>					
1.6	Elect Director Nishida, Naoto	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: <input type="checkbox"/> There are no particular concerns about the nominee.</i>					
2	Elect Director and Audit Committee Member Sumida, Sayaka	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: <input type="checkbox"/> There are no particular concerns about the nominee.</i>					
3	Elect Alternate Director and Audit Committee Member Nishida, Naoto	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: <input type="checkbox"/> There are no particular concerns about the nominee.</i>					
4	Approve Compensation Ceiling for Directors Who Are Not Audit Committee Members	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * Financial performance does not imply that the company has failed to conduct business in the interests of shareholders. * The size of the proposed ceiling cannot be regarded as high.</i>					
5	Approve Restricted Stock Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * This plan is likely to help sharpen recipients' focus on share price performance and align their interests more closely with those of shareholders.</i>					

Advantest Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Approve Performance Share Plan	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * This plan is likely to help sharpen recipients' focus on share price performance and align their interests more closely with those of shareholders.</i></p>					
7	Approve Restricted Stock Plan	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * This plan is likely to help sharpen recipients' focus on share price performance and align their interests more closely with those of shareholders.</i></p>					
8	Approve Restricted Stock Plan	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * This plan is likely to help sharpen recipients' focus on share price performance and align their interests more closely with those of shareholders.</i></p>					

China International Capital Corporation Limited

Meeting Date: 06/28/2024 **Country:** China **Ticker:** 3908
Record Date: 06/24/2024 **Meeting Type:** Annual
Primary Security ID: Y1R99Y109

Shares Voted: 23,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	AGM BALLOT FOR HOLDERS OF H SHARES Amend Articles of Association	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST Item 1 and 3 is warranted because the proposed amendments to the Articles and Board Rules are not considered to adequately provide for accountability and transparency to shareholders. A vote FOR Items 2 and 4 is warranted given that the amendments to the General Meeting Rules and Supervisor Rules are mainly proposed to reflect the actual circumstances of the company and are in line with the relevant rules and regulations.</i></p>					
2	Amend Rules of Procedures of Shareholders' General Meetings	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST Item 1 and 3 is warranted because the proposed amendments to the Articles and Board Rules are not considered to adequately provide for accountability and transparency to shareholders. A vote FOR Items 2 and 4 is warranted given that the amendments to the General Meeting Rules and Supervisor Rules are mainly proposed to reflect the actual circumstances of the company and are in line with the relevant rules and regulations.</i></p>					
3	Amend Rules of Procedures of the Meeting of Board of Directors	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST Item 1 and 3 is warranted because the proposed amendments to the Articles and Board Rules are not considered to adequately provide for accountability and transparency to shareholders. A vote FOR Items 2 and 4 is warranted given that the amendments to the General Meeting Rules and Supervisor Rules are mainly proposed to reflect the actual circumstances of the company and are in line with the relevant rules and regulations.</i></p>					
4	Amend Rules of Procedures of the Meeting of Supervisory Committee	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST Item 1 and 3 is warranted because the proposed amendments to the Articles and Board Rules are not considered to adequately provide for accountability and transparency to shareholders. A vote FOR Items 2 and 4 is warranted given that the amendments to the General Meeting Rules and Supervisor Rules are mainly proposed to reflect the actual circumstances of the company and are in line with the relevant rules and regulations.</i></p>					

China International Capital Corporation Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Approve Work Report of the Board of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				
6	Approve Work Report of the Supervisory Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				
7	Approve Annual Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				
8	Approve Profit Distribution Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that these are reasonable requests that are made in line with applicable laws in China.</i>				
9	Approve Relevant Arrangements of Interim Profit Distribution	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that these are reasonable requests that are made in line with applicable laws in China.</i>				
10	Approve Ernst & Young Hua Ming LLP as Domestic Accounting Firm and Ernst & Young as International Accounting Firm and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted given the absence of any known issues concerning the independence of the new audit firms and there are no issues concerning the change of auditors.</i>				
	RESOLUTIONS IN RELATION TO THE 2024 ANNUAL ESTIMATION FOR DAILY RELATED-PARTY TRANSACTIONS	Mgmt			
11.01	Approve Estimated Related-Party Transactions with Legal Persons Controlled by Duan Wenwu, or in which He Serves as a Director or Senior Management	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted given the transactions to be contemplated under these proposals are within the ordinary and usual course of the company's business and are on normal commercial terms.</i>				
11.02	Approve Estimated Related-Party Transactions with Other Related Legal Persons or Other Organizations	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted given the transactions to be contemplated under these proposals are within the ordinary and usual course of the company's business and are on normal commercial terms.</i>				
11.03	Approve Estimated Related-Party Transactions with Other Related Natural Persons	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted given the transactions to be contemplated under these proposals are within the ordinary and usual course of the company's business and are on normal commercial terms.</i>				

China International Capital Corporation Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	RESOLUTIONS IN RELATION TO THE 2023 ANNUAL WORK REPORT OF INDEPENDENT NON-EXECUTIVE DIRECTORS	Mgmt			
12.01	Approve Annual Work Report of Independent Non-Executive Director (Ng Kong Ping Albert)	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				
12.02	Approve Annual Work Report of Independent Non-Executive Director (Lu Zhengfei)	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				
12.03	Approve Annual Work Report of Independent Non-Executive Director (Peter Hugh Nolan)	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				
12.04	Approve Annual Work Report of Independent Non-Executive Director (Zhou Yu)	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				
12.05	Approve Annual Work Report of Independent Non-Executive Director (Liu Li)	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				
	ELECT NON-INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING AND APPROVE DETERMINATION OF THEIR REMUNERATION	Mgmt			
13.01	Elect Chen Liang as Director and Authorize Board to Fix His Remuneration	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>				
13.02	Elect Zhang Wei as Director and Authorize Board to Fix Her Remuneration	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>				
13.03	Elect Kong Lingyan as Director and Authorize Board to Fix His Remuneration	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>				

China International Capital Corporation Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
13.04	Elect Deng Xingbin as Director and Authorize Board to Fix His Remuneration	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>				
	ELECT INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING AND APPROVE DETERMINATION OF THEIR REMUNERATION	Mgmt			
14.01	Elect Ng Kong Ping Albert as Director and Authorize Board to Fix His Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>				
14.02	Elect Lu Zhengfei as Director and Authorize Board to Fix His Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>				
14.03	Elect Peter Hugh Nolan as Director and Authorize Board to Fix His Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>				
14.04	Elect Zhou Yu as Director and Authorize Board to Fix His Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>				
	ELECT SUPERVISORS VIA CUMULATIVE VOTING AND APPROVE DETERMINATION OF THEIR REMUNERATION	Mgmt			
15.01	Elect Jin Lizuo as Supervisor and Authorize Board to Fix His Remuneration	SH	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues relating to the nominees, a vote FOR their election as supervisors is warranted.</i>				
15.02	Elect Cui Zheng as Supervisor and Authorize Board to Fix His Remuneration	SH	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues relating to the nominees, a vote FOR their election as supervisors is warranted.</i>				

E2open Parent Holdings, Inc.

Meeting Date: 06/28/2024

Country: USA

Ticker: ETWO

Record Date: 04/29/2024

Meeting Type: Annual

Primary Security ID: 29788T103

E2open Parent Holdings, Inc.

Shares Voted: 326

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Chinh E. Chu	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominee Chinh Chu for lack of diversity on the board. WITHHOLD votes are warranted for incumbent director nominee Chinh Chu given the board's failure to remove, or subject to a sunset requirement, the classified board structure and supermajority vote requirements to enact certain changes to the governing documents, each of which adversely impacts shareholder rights. WITHHOLD votes are further warranted for Chinh Chu for serving as a non-independent member of a key board committee. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.2	Elect Director Andrew Appel	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominee Chinh Chu for lack of diversity on the board. WITHHOLD votes are warranted for incumbent director nominee Chinh Chu given the board's failure to remove, or subject to a sunset requirement, the classified board structure and supermajority vote requirements to enact certain changes to the governing documents, each of which adversely impacts shareholder rights. WITHHOLD votes are further warranted for Chinh Chu for serving as a non-independent member of a key board committee. A vote FOR the remaining director nominee(s) is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted as the identified pay-for-performance misalignment has not been mitigated at this time. Although the AIP is based on objective measures, discretionary bonuses were paid when certain goals were not met. Additionally, the AIP and LTIP utilize the same performance metrics. Finally, the company has not disclosed any short- and long-term E&S performance incentives, and the company maintains an auto-accelerated equity vesting change-in-control provision.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				

Gree Electric Appliances, Inc. of Zhuhai

Meeting Date: 06/28/2024

Country: China

Ticker: 000651

Record Date: 06/19/2024

Meeting Type: Annual

Primary Security ID: Y2882R102

Shares Voted: 25,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Annual Report and Summary	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
2	Approve Report of the Board of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
3	Approve Report of the Board of Supervisors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				

Gree Electric Appliances, Inc. of Zhuhai

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Approve Financial Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i>				
5	Approve Profit Distribution	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the proposed dividend payout is considered reasonable.</i>				
6	Approve Daily Related Party Transactions	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
7	Approve Appointment of Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
8	Approve Provision of Guarantee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
9	Approve Bulk Material Futures Hedging Business	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this routine item is merited because the use of financial derivatives is for hedging purpose only.</i>				
10	Approve Foreign Exchange Derivatives Hedging Business	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this routine item is merited because the use of financial derivatives is for hedging purpose only.</i>				
11	Approve Bill Pool Business	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because there is a lack of disclosure on the pertinent details for shareholders to effectively assess the associated risks.</i>				

Powszechna Kasa Oszczednosci Bank Polski SA

Meeting Date: 06/28/2024 **Country:** Poland **Ticker:** PKO
Record Date: 06/12/2024 **Meeting Type:** Annual
Primary Security ID: X6919X108

Shares Voted: 21,897

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Open Meeting	Mgmt			
	<i>Voting Policy Rationale: Votes FOR Items 2 and 4 are warranted because these are routine meeting formalities. Items 1 and 3 are non-voting.</i>				
2	Elect Meeting Chairman	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR Items 2 and 4 are warranted because these are routine meeting formalities. Items 1 and 3 are non-voting.</i>				
3	Acknowledge Proper Convening of Meeting	Mgmt			
	<i>Voting Policy Rationale: Votes FOR Items 2 and 4 are warranted because these are routine meeting formalities. Items 1 and 3 are non-voting.</i>				

Powszechna Kasa Oszczedności Bank Polski SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Approve Agenda of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR Items 2 and 4 are warranted because these are routine meeting formalities. Items 1 and 3 are non-voting.</i>				
5	Receive Financial Statements and Management Board Proposal on Allocation of Income	Mgmt			
	<i>Voting Policy Rationale: These are non-voting items.</i>				
6	Receive Management Board Report on Group's Operations and Consolidated Financial Statements, and Statutory Reports	Mgmt			
	<i>Voting Policy Rationale: These are non-voting items.</i>				
7	Receive Supervisory Board Report	Mgmt			
	<i>Voting Policy Rationale: These are non-voting items.</i>				
8	Receive Supervisory Board Report on Remuneration Policy and Compliance with Corporate Governance Principles	Mgmt			
	<i>Voting Policy Rationale: These are non-voting items.</i>				
9.a	Approve Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns about the accounts presented or the audit procedures used.</i>				
9.b	Approve Management Board Report on Company's and Group's Operations; and Report on Expenses Related to Representation, Legal Services, Marketing Services, Public Relations Services, Social Communication Services, and Management Advisory Services	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR Items 9.b and 9.d are warranted because the reports shareholders are asked to approve under these items are uncontroversial, and their approval would not substantively affect the company, or its shareholders' rights.</i>				
9.c	Approve Consolidated Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns about the accounts presented or the audit procedures used.</i>				
9.d	Approve Supervisory Board Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR Items 9.b and 9.d are warranted because the reports shareholders are asked to approve under these items are uncontroversial, and their approval would not substantively affect the company, or its shareholders' rights.</i>				
9.e	Resolve Not to Allocate Income from Previous Years	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these resolutions are warranted because there are no concerns with the company's income allocation practice and the proposal not to allocate income from previous years.</i>				

Powszechna Kasa Oszczedności Bank Polski SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
9.f	Approve Allocation of Income and Dividends of PLN 2.59 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these resolutions are warranted because there are no concerns with the company's income allocation practice and the proposal not to allocate income from previous years.</i>				
10	Approve Remuneration Report	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because: * The report does not explain significant (+12 percent) increases in fixed pay of some executives; * The report lacks disclosure on the STI targets, the minimum and maximum thresholds, and the level of achievement of each of the targets, as well as the corresponding payout and awards. As such, shareholders are not in position to assess the alignment between pay and performance and the appropriateness of the variable payout; * The supervisory board is vested with the excessive discretionary power to establish specific objectives for individual members of the management board; * The terms of exit payments were not fully described for two directors, Mieczysław Krol and Maks Kraczkowski.</i>				
11.1	Approve Discharge of Dariusz Szwed (Deputy CEO and CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
11.2	Approve Discharge of Maciej Brzozowski (Deputy CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
11.3	Approve Discharge of Marcin Eckert (Deputy CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
11.4	Approve Discharge of Pawel Gruza (Deputy CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
11.5	Approve Discharge of Wojciech Iwanicki (Deputy CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
11.6	Approve Discharge of Andrzej Kopyrski (Deputy CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
11.7	Approve Discharge of Artur Kurcweil (Deputy CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
11.8	Approve Discharge of Piotr Mazur (Deputy CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
11.9	Approve Discharge of Maks Kraczkowski (Deputy CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				

Powszechna Kasa Oszczedności Bank Polski SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
11.10	Approve Discharge of Mieczyslaw Krol (Deputy CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
12.1	Approve Discharge of Robert Pietryszyn (Supervisory Board Chairman)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
12.2	Approve Discharge of Wojciech Jasinski (Supervisory Board Deputy Chairman)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
12.3	Approve Discharge of Dominik Kaczmarek (Supervisory Board Secretary)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
12.4	Approve Discharge of Mariusz Andrzejewski (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
12.5	Approve Discharge of Andrzej Kisielewicz (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
12.6	Approve Discharge of Rafal Kos (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
12.7	Approve Discharge of Tomasz Kuczur (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
12.8	Approve Discharge of Maciej Lopinski (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
12.9	Approve Discharge of Bogdan Szafranski (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				

Powszechna Kasa Oszczedności Bank Polski SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
12.10	Approve Discharge of Agnieszka Winnik-Kalemba (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
12.11	Approve Discharge of Krzysztof Michalski (Supervisory Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with respect to the actions taken by either the management board or the supervisory board in 2023.</i>				
13	Approve Assessment of Suitability of Regulations on Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no known problems with the company's internal regulations concerning the functioning of the supervisory board.</i>				
14	Amend Statute	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amendments are non-contentious.</i>				
15	Amend Jun. 25, 2015, AGM Re: Shareholders' Consent with Corporate Governance Principles for Supervised Institutions adopted by Polish Financial Supervision Authority	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because this proposal is non-contentious and is in line with the requirements of the PFSA.</i>				
16	Approve Policy on Assessment of Suitability of Supervisory Board Members	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted due to the lack of concerns</i>				
17	Approve Terms of Assessment of Supervisory Board Suitability	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no known concerns with the proposal.</i>				
18	Amend Remuneration Policy	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because: * The company does not disclose the exhaustive list of the performance metrics and weights; * The amount of fixed remuneration, the detailed performance conditions with the weights, the individual ration of the fixed to variable compensation, malus and clawbacks parameters are determined by the supervisory board at their discretion; * Some contractual terms of company's executives, such as base salary, malus and clawback parameters, compensation as per non-compete agreement were not fully described by the company; * The new policy established the right of the supervisory board members to participate in employee capital plan, which provides retirement benefits. However, we note that non-executive participation in the employees capital plan is a common market practice.</i>				
19	Elect Supervisory Board Member	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this item is warranted because the company has failed to disclose the nominee's name.</i>				
20	Approve Collective Suitability of Supervisory Board Members	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because the company has failed to indicate the name of the candidate proposed for election under Item 19.</i>				
21	Close Meeting	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				

Tencent Music Entertainment Group

Meeting Date: 06/28/2024

Country: Cayman Islands

Ticker: 1698

Record Date: 05/21/2024

Meeting Type: Annual

Primary Security ID: G87577113

Shares Voted: 5,542

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Meeting for ADR Holders Approve PricewaterhouseCoopers as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.88 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
2	Elect Director Min Hu	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST director nominee Min Hu is warranted because a majority of the board is not independent. A vote AGAINST non-independent director nominee Min Hu is further warranted for the company's lack of a formal nominating committee.</i></p>					

Wuliangye Yibin Co., Ltd.

Meeting Date: 06/28/2024

Country: China

Ticker: 000858

Record Date: 06/21/2024

Meeting Type: Annual

Primary Security ID: Y9718N106

Shares Voted: 7,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Annual Report	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i></p>					
2	Approve Report of the Board of Directors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i></p>					
3	Approve Report of the Board of Supervisors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i></p>					
4	Approve Financial Statements	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is merited for these routine resolutions because no concerns have been identified.</i></p>					
5	Approve Profit Distribution	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is warranted because the proposed dividend payout is considered reasonable.</i></p>					
6	Approve Daily Related-party Transactions	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i></p>					

Wuliangye Yibin Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Approve Financial Services Agreement	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted since the proposed financial service agreement with the group finance company may expose the company to unnecessary risks.</i>				
8	Approve Comprehensive Budget	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
9	Amend Articles of Association	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because the proposed articles amendments are not considered to adequately provide for accountability and transparency to shareholders.</i>				
10	Amend Rules and Procedures Regarding General Meetings of Shareholders	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
11	Amend Rules and Procedures Regarding Meetings of Board of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
12	Amend Working System for Independent Directors	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted given the company has not specified the details and the provisions covered under the proposed amendments.</i>				
13	Approve Appointment of Auditor	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the company has provided a valid reason for the change of auditor.</i>				
	ELECT NON-INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt			
14.1	Elect Zhang Xin as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR both nominees is warranted given the absence of any known issues concerning the nominees.</i>				
14.2	Elect Han Chengke as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR both nominees is warranted given the absence of any known issues concerning the nominees.</i>				
	ELECT SUPERVISORS VIA CUMULATIVE VOTING	Mgmt			
15.1	Elect Zhu Yongliang as Supervisor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR both nominees is warranted given the absence of any known issues concerning the nominees.</i>				
15.2	Elect Li Shuai as Supervisor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR both nominees is warranted given the absence of any known issues concerning the nominees.</i>				

XPeng, Inc.

Meeting Date: 06/28/2024

Country: Cayman Islands

Ticker: 9868

Record Date: 05/16/2024

Meeting Type: Annual

Primary Security ID: G982AW100

Shares Voted: 33,820

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR this resolution is warranted.</i>				
2	Elect HongJiang Zhang as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR both nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>				
3	Elect Fang Qu as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR both nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>				
4	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: Director fees at Hong Kong-listed companies are usually reasonable. In the absence of known concerns over director remuneration at the company, a vote FOR this proposal is warranted.</i>				
5	Approve PricewaterhouseCoopers and PricewaterhouseCoopers Zhong Tian LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as only 2.4 percent of the fees paid to the auditor are for non-audit purposes.</i>				
6	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST these resolutions is warranted for the following: * The aggregate share issuance limit is greater than 10 percent of the relevant class of shares for issuance for cash and non-cash consideration; and * The company has not specified the discount limit for issuance for cash and non-cash consideration.</i>				
7	Authorize Repurchase of Issued Share Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted given the absence of any known issues concerning the proposed share repurchase.</i>				
8	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST these resolutions is warranted for the following: * The aggregate share issuance limit is greater than 10 percent of the relevant class of shares for issuance for cash and non-cash consideration; and * The company has not specified the discount limit for issuance for cash and non-cash consideration.</i>				

Zhejiang Expressway Co., Ltd.

Meeting Date: 06/28/2024

Country: China

Ticker: 576

Record Date: 06/24/2024

Meeting Type: Extraordinary Shareholders

Primary Security ID: Y9891F102

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Yuan Yingjie as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the election of Fan Ye, Huang Jianzhang, and Yang Xudong is warranted for failing to attend at least 75 percent of board and committee meetings in the most recent fiscal year, without a satisfactory explanation. A vote FOR the other nominees is warranted.</i>				
2	Elect Wu Wei as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the election of Fan Ye, Huang Jianzhang, and Yang Xudong is warranted for failing to attend at least 75 percent of board and committee meetings in the most recent fiscal year, without a satisfactory explanation. A vote FOR the other nominees is warranted.</i>				
3	Elect Li Wei as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the election of Fan Ye, Huang Jianzhang, and Yang Xudong is warranted for failing to attend at least 75 percent of board and committee meetings in the most recent fiscal year, without a satisfactory explanation. A vote FOR the other nominees is warranted.</i>				
4	Elect Yang Xudong as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the election of Fan Ye, Huang Jianzhang, and Yang Xudong is warranted for failing to attend at least 75 percent of board and committee meetings in the most recent fiscal year, without a satisfactory explanation. A vote FOR the other nominees is warranted.</i>				
5	Elect Fan Ye as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the election of Fan Ye, Huang Jianzhang, and Yang Xudong is warranted for failing to attend at least 75 percent of board and committee meetings in the most recent fiscal year, without a satisfactory explanation. A vote FOR the other nominees is warranted.</i>				
6	Elect Huang Jianzhang as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the election of Fan Ye, Huang Jianzhang, and Yang Xudong is warranted for failing to attend at least 75 percent of board and committee meetings in the most recent fiscal year, without a satisfactory explanation. A vote FOR the other nominees is warranted.</i>				
7	Elect Pei Ker-Wei as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the election of Fan Ye, Huang Jianzhang, and Yang Xudong is warranted for failing to attend at least 75 percent of board and committee meetings in the most recent fiscal year, without a satisfactory explanation. A vote FOR the other nominees is warranted.</i>				
8	Elect Lee Wai Tsang, Rosa as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the election of Fan Ye, Huang Jianzhang, and Yang Xudong is warranted for failing to attend at least 75 percent of board and committee meetings in the most recent fiscal year, without a satisfactory explanation. A vote FOR the other nominees is warranted.</i>				
9	Elect Yu Mingyuan as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST the election of Fan Ye, Huang Jianzhang, and Yang Xudong is warranted for failing to attend at least 75 percent of board and committee meetings in the most recent fiscal year, without a satisfactory explanation. A vote FOR the other nominees is warranted.</i>				
10	Approve Remuneration and Fees Package of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: Director remuneration at Hong Kong-listed companies is usually reasonable. In the absence of known concerns over director remuneration at the company, a vote FOR this proposal is warranted.</i>				
	ELECT SUPERVISORS	Mgmt			

Zhejiang Expressway Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
11.1	Elect Lu Wenwei as Supervisor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
11.2a	Elect He Meiyun as Supervisor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
11.2b	Elect Wu Qingwang as Supervisor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
12	Authorize Board to Approve Service Contract of the Directors and Supervisors and Related Transactions	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as this is a technical proposal authorizing the board to carry out legal formalities to effect the appointment of newly elected directors and supervisors of the company.</i>				

ZTE Corporation

Meeting Date: 06/28/2024

Country: China

Ticker: 763

Record Date: 06/20/2024

Meeting Type: Annual

Primary Security ID: Y0004F105

Shares Voted: 14,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.00	AGM BALLOT FOR HOLDERS OF H SHARES Approve Annual Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				
2.00	Approve Working Report of the Board of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				
3.00	Approve Working Report of the Supervisory Committee	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				
4.00	Approve Working Report of the President	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				
5.00	Approve Final Financial Accounts	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR these resolutions is warranted.</i>				

ZTE Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6.00	Approve Profit Distribution	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted given that this is a reasonable request that is made in line with applicable laws in China.</i>				
7.00	Approve Feasibility Analysis of Hedging Derivatives Trading and Application for Trading Limits	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the that the hedging derivatives trading is aimed to reduce foreign exchange risk exposure which would be beneficial to the company's wealth management system.</i>				
8.00	Approve Provision of Guarantee Limits for Subsidiaries	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted given the lack of disclosed information to ascertain whether the proposed guarantees to ZTE Corporation Bangladesh LT and ZTE (Thailand) Company Limited are proportionate to the group's shareholdings in these companies.</i>				
9.00	Approve Application of Internal Funds in Entrusted Fund Management	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because the proposed investment could expose the company to unnecessary risks.</i>				
10.00	Approve Ernst & Young Hua Ming LLP as Auditor and Internal Control Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the audit firm, its remuneration, and the way the audit was conducted.</i>				
11.00	Approve Application for General Mandate of the Issuance of Shares	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted for the following: * The aggregate share issuance limit is greater than 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has not specified the discount limit for issuance for cash and non-cash consideration.</i>				
12.00	Approve Application for Mandate of the Repurchase of A Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted given the absence of any known issues concerning the proposed A share repurchase.</i>				
13.00	Amend Articles of Association, Rules of Procedure for General Meetings of Shareholders and Rules of Procedure for Board of Directors Meetings	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that the amendments are mainly proposed to reflect the changes in the relevant laws and regulations, the company's current circumstances, and the present-day share capital structure of the company.</i>				
14.00	Elect Zhang Hong as Director	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted at this time.</i>				
	ELECT INDEPENDENT NON-EXECUTIVE DIRECTORS VIA CUMULATIVE VOTING	Mgmt			

ZTE Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
15.01	Elect Wang Qinggang as Director	SH	For	For	For
<i>Voting Policy Rationale: A vote FOR all nominees is warranted at this time.</i>					
15.02	Elect Tsui Kei Pang as Director	SH	For	For	For
<i>Voting Policy Rationale: A vote FOR all nominees is warranted at this time.</i>					

Box, Inc.

Meeting Date: 07/02/2024 **Country:** USA **Ticker:** BOX
Record Date: 05/06/2024 **Meeting Type:** Annual
Primary Security ID: 10316T104

Shares Voted: 456

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Dana Evan	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dana Evan and Amit Walia is warranted for lack of diversity on the board. A vote AGAINST governance committee chair Dana Evan is further warranted given the board's failure to remove, or subject to a sunset requirement, the classified board which adversely impact shareholder rights. A vote FOR Aaron Levie is warranted.</i>					
1b	Elect Director Aaron Levie	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dana Evan and Amit Walia is warranted for lack of diversity on the board. A vote AGAINST governance committee chair Dana Evan is further warranted given the board's failure to remove, or subject to a sunset requirement, the classified board which adversely impact shareholder rights. A vote FOR Aaron Levie is warranted.</i>					
1c	Elect Director Amit Walia	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Dana Evan and Amit Walia is warranted for lack of diversity on the board. A vote AGAINST governance committee chair Dana Evan is further warranted given the board's failure to remove, or subject to a sunset requirement, the classified board which adversely impact shareholder rights. A vote FOR Aaron Levie is warranted.</i>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i>					
3	Amend Omnibus Stock Plan	Mgmt	For	Against	Against
<i>Voting Policy Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factors: * The plan cost is excessive; * The three-year average burn rate is excessive; * The plan permits liberal recycling of shares; and * The plan allows broad discretion to accelerate vesting.</i>					
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 17.34 percent of the fees paid to the auditor are for non-audit purposes.</i>					

Marks & Spencer Group Plc

Meeting Date: 07/02/2024

Country: United Kingdom

Ticker: MKS

Record Date: 06/28/2024

Meeting Type: Annual

Primary Security ID: G5824M107

Shares Voted: 8,845

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>				
2	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted in the absence of any significant concerns.</i>				
3	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
4	Re-elect Archie Norman as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Archibald (Archie) Norman, Evelyn Bourke, Fiona Dawson, Ronan Dunne, Tamara Ingram, Justin King, Cheryl Potter, and Sapna Sood is warranted for lack of diversity on the board. A vote FOR the remaining nominee Stuart Machin is warranted.</i>				
5	Re-elect Stuart Machin as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Archibald (Archie) Norman, Evelyn Bourke, Fiona Dawson, Ronan Dunne, Tamara Ingram, Justin King, Cheryl Potter, and Sapna Sood is warranted for lack of diversity on the board. A vote FOR the remaining nominee Stuart Machin is warranted.</i>				
6	Re-elect Evelyn Bourke as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Archibald (Archie) Norman, Evelyn Bourke, Fiona Dawson, Ronan Dunne, Tamara Ingram, Justin King, Cheryl Potter, and Sapna Sood is warranted for lack of diversity on the board. A vote FOR the remaining nominee Stuart Machin is warranted.</i>				
7	Re-elect Fiona Dawson as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Archibald (Archie) Norman, Evelyn Bourke, Fiona Dawson, Ronan Dunne, Tamara Ingram, Justin King, Cheryl Potter, and Sapna Sood is warranted for lack of diversity on the board. A vote FOR the remaining nominee Stuart Machin is warranted.</i>				
8	Re-elect Ronan Dunne as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Archibald (Archie) Norman, Evelyn Bourke, Fiona Dawson, Ronan Dunne, Tamara Ingram, Justin King, Cheryl Potter, and Sapna Sood is warranted for lack of diversity on the board. A vote FOR the remaining nominee Stuart Machin is warranted.</i>				
9	Re-elect Tamara Ingram as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Archibald (Archie) Norman, Evelyn Bourke, Fiona Dawson, Ronan Dunne, Tamara Ingram, Justin King, Cheryl Potter, and Sapna Sood is warranted for lack of diversity on the board. A vote FOR the remaining nominee Stuart Machin is warranted.</i>				
10	Re-elect Justin King as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Archibald (Archie) Norman, Evelyn Bourke, Fiona Dawson, Ronan Dunne, Tamara Ingram, Justin King, Cheryl Potter, and Sapna Sood is warranted for lack of diversity on the board. A vote FOR the remaining nominee Stuart Machin is warranted.</i>				

Marks & Spencer Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
11	Re-elect Cheryl Potter as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Archibald (Archie) Norman, Evelyn Bourke, Fiona Dawson, Ronan Dunne, Tamara Ingram, Justin King, Cheryl Potter, and Sapna Sood is warranted for lack of diversity on the board. A vote FOR the remaining nominee Stuart Machin is warranted.</i>				
12	Re-elect Sapna Sood as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Archibald (Archie) Norman, Evelyn Bourke, Fiona Dawson, Ronan Dunne, Tamara Ingram, Justin King, Cheryl Potter, and Sapna Sood is warranted for lack of diversity on the board. A vote FOR the remaining nominee Stuart Machin is warranted.</i>				
13	Reappoint Deloitte LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
14	Authorise the Audit & Risk Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
15	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				
16	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
17	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
18	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
19	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				
20	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>				

Snowflake Inc.

Meeting Date: 07/02/2024

Country: USA

Ticker: SNOW

Record Date: 05/07/2024

Meeting Type: Annual

Primary Security ID: 833445109

Shares Voted: 3,869

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Benoit Dageville	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for all director nominees because the board is not majority independent. WITHHOLD votes are warranted for incumbent nominating committee member Mark Garrett for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee member Mark Garrett given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board structure, each of which adversely impacts shareholder rights.</i>				
1b	Elect Director Mark S. Garrett	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for all director nominees because the board is not majority independent. WITHHOLD votes are warranted for incumbent nominating committee member Mark Garrett for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee member Mark Garrett given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board structure, each of which adversely impacts shareholder rights.</i>				
1c	Elect Director Jayshree V. Ullal	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for all director nominees because the board is not majority independent. WITHHOLD votes are warranted for incumbent nominating committee member Mark Garrett for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee member Mark Garrett given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board structure, each of which adversely impacts shareholder rights.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 23.60 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Declassify the Board of Directors	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because the declassification would enhance board accountability.</i>				

Airtel Africa Plc

Meeting Date: 07/03/2024

Country: United Kingdom

Ticker: AAF

Record Date: 07/01/2024

Meeting Type: Annual

Primary Security ID: G01415101

Shares Voted: 8,323

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is considered warranted as no significant concerns have been identified.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Remuneration Report	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST this proposal is considered warranted because: * Concerns have been identified with the departing CEO's exit arrangements, in particular the Company's decision to pro-rate his outstanding LTIP awards until after his retirement date and following a further 12 month period during which time he will provide advisory services to the Company. Furthermore, the Company has chosen to accelerate vesting of these awards to 30 June 2024 and estimate the performance for the ensuing year in determining the amount that should vest. Lastly, he is not subject to the post-vesting holding period for the LTIP awards. * The incoming CEO received a one-off exceptional award to incentivise a strategic initiative.</i></p>				
3	Approve Final Dividend	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this resolution is considered warranted because this is a routine item and no significant concerns have been identified.</i></p>				
4	Re-elect Sunil Bharti Mittal as Director	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Sunil Mittal, Andrew (Andy) Green, Tsega Gebreyes and Ravi Rajagopal is warranted for lack of diversity on the board. Shareholders should also note that apart from his role as Non-executive Chair, Sunil Mittal is also the Executive Board Chair at Bharti Airtel Limited and Co-Chair of Eutelsat Communications which could compromise his ability to commit sufficient time to his role at the Company, and that he is not considered to be independent upon appointment. A vote FOR the remaining nominees is warranted.</i></p>				
5	Elect Sunil Taldar as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Sunil Mittal, Andrew (Andy) Green, Tsega Gebreyes and Ravi Rajagopal is warranted for lack of diversity on the board. Shareholders should also note that apart from his role as Non-executive Chair, Sunil Mittal is also the Executive Board Chair at Bharti Airtel Limited and Co-Chair of Eutelsat Communications which could compromise his ability to commit sufficient time to his role at the Company, and that he is not considered to be independent upon appointment. A vote FOR the remaining nominees is warranted.</i></p>				
6	Re-elect Jaideep Paul as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Sunil Mittal, Andrew (Andy) Green, Tsega Gebreyes and Ravi Rajagopal is warranted for lack of diversity on the board. Shareholders should also note that apart from his role as Non-executive Chair, Sunil Mittal is also the Executive Board Chair at Bharti Airtel Limited and Co-Chair of Eutelsat Communications which could compromise his ability to commit sufficient time to his role at the Company, and that he is not considered to be independent upon appointment. A vote FOR the remaining nominees is warranted.</i></p>				
7	Re-elect Andrew Green as Director	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Sunil Mittal, Andrew (Andy) Green, Tsega Gebreyes and Ravi Rajagopal is warranted for lack of diversity on the board. Shareholders should also note that apart from his role as Non-executive Chair, Sunil Mittal is also the Executive Board Chair at Bharti Airtel Limited and Co-Chair of Eutelsat Communications which could compromise his ability to commit sufficient time to his role at the Company, and that he is not considered to be independent upon appointment. A vote FOR the remaining nominees is warranted.</i></p>				
8	Elect Paul Arkwright as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Sunil Mittal, Andrew (Andy) Green, Tsega Gebreyes and Ravi Rajagopal is warranted for lack of diversity on the board. Shareholders should also note that apart from his role as Non-executive Chair, Sunil Mittal is also the Executive Board Chair at Bharti Airtel Limited and Co-Chair of Eutelsat Communications which could compromise his ability to commit sufficient time to his role at the Company, and that he is not considered to be independent upon appointment. A vote FOR the remaining nominees is warranted.</i></p>				
9	Re-elect Awuneba Ajumogobia as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Sunil Mittal, Andrew (Andy) Green, Tsega Gebreyes and Ravi Rajagopal is warranted for lack of diversity on the board. Shareholders should also note that apart from his role as Non-executive Chair, Sunil Mittal is also the Executive Board Chair at Bharti Airtel Limited and Co-Chair of Eutelsat Communications which could compromise his ability to commit sufficient time to his role at the Company, and that he is not considered to be independent upon appointment. A vote FOR the remaining nominees is warranted.</i></p>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10	Re-elect Tsega Gebreyes as Director	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Sunil Mittal, Andrew (Andy) Green, Tsega Gebreyes and Ravi Rajagopal is warranted for lack of diversity on the board. Shareholders should also note that apart from his role as Non-executive Chair, Sunil Mittal is also the Executive Board Chair at Bharti Airtel Limited and Co-Chair of Eutelsat Communications which could compromise his ability to commit sufficient time to his role at the Company, and that he is not considered to be independent upon appointment. A vote FOR the remaining nominees is warranted.</i></p>				
11	Re-elect Annika Poutiainen as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Sunil Mittal, Andrew (Andy) Green, Tsega Gebreyes and Ravi Rajagopal is warranted for lack of diversity on the board. Shareholders should also note that apart from his role as Non-executive Chair, Sunil Mittal is also the Executive Board Chair at Bharti Airtel Limited and Co-Chair of Eutelsat Communications which could compromise his ability to commit sufficient time to his role at the Company, and that he is not considered to be independent upon appointment. A vote FOR the remaining nominees is warranted.</i></p>				
12	Re-elect Ravi Rajagopal as Director	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Sunil Mittal, Andrew (Andy) Green, Tsega Gebreyes and Ravi Rajagopal is warranted for lack of diversity on the board. Shareholders should also note that apart from his role as Non-executive Chair, Sunil Mittal is also the Executive Board Chair at Bharti Airtel Limited and Co-Chair of Eutelsat Communications which could compromise his ability to commit sufficient time to his role at the Company, and that he is not considered to be independent upon appointment. A vote FOR the remaining nominees is warranted.</i></p>				
13	Re-elect Akhil Gupta as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Sunil Mittal, Andrew (Andy) Green, Tsega Gebreyes and Ravi Rajagopal is warranted for lack of diversity on the board. Shareholders should also note that apart from his role as Non-executive Chair, Sunil Mittal is also the Executive Board Chair at Bharti Airtel Limited and Co-Chair of Eutelsat Communications which could compromise his ability to commit sufficient time to his role at the Company, and that he is not considered to be independent upon appointment. A vote FOR the remaining nominees is warranted.</i></p>				
14	Re-elect Shravin Bharti Mittal as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Sunil Mittal, Andrew (Andy) Green, Tsega Gebreyes and Ravi Rajagopal is warranted for lack of diversity on the board. Shareholders should also note that apart from his role as Non-executive Chair, Sunil Mittal is also the Executive Board Chair at Bharti Airtel Limited and Co-Chair of Eutelsat Communications which could compromise his ability to commit sufficient time to his role at the Company, and that he is not considered to be independent upon appointment. A vote FOR the remaining nominees is warranted.</i></p>				
15	Reappoint Deloitte LLP as Auditors	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 9.5 percent of the total fees paid to the auditor are for non-audit purposes.</i></p>				
16	Authorise the Audit and Risk Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 9.5 percent of the total fees paid to the auditor are for non-audit purposes.</i></p>				
17	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this resolution is considered warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i></p>				
18	Authorise Issue of Equity	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i></p>				

Airtel Africa Plc

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

BPER Banca SpA

Meeting Date: 07/03/2024 **Country:** Italy **Ticker:** BPE
Record Date: 06/24/2024 **Meeting Type:** Ordinary Shareholders
Primary Security ID: T1325T119

Shares Voted: 12,126

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Ordinary Business Amend Remuneration Policy	Mgmt	For	For	For
<i>Voting Policy Rationale: The proposed changes warrant a vote FOR because: * Despite the generous raise compared to the pay opportunity of his predecessor, the remuneration package of the new CEO would remain within acceptable market standards. * There are no other material concerns regarding the amended remuneration policy.</i>					
2	Amend Long-Term Incentive Plan 2022-2025	Mgmt	For	For	For
<i>Voting Policy Rationale: Despite the reduction of the vesting period, a vote FOR is warranted because the proposed changes are supported by an acceptable rationale and the amended LTIP does not raise major concerns.</i>					

NICE Ltd. (Israel)

Meeting Date: 07/03/2024 **Country:** Israel **Ticker:** NICE
Record Date: 05/31/2024 **Meeting Type:** Annual
Primary Security ID: M7494X101

Shares Voted: 0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.a	Reelect David Kostman as Director	Mgmt	For	For	
<i>Voting Policy Rationale: As the company has provided sufficient information on these proposals and as there are no concerns with the board and its committees' structure and functioning, these items warrant a vote FOR.</i>					

NICE Ltd. (Israel)

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.b	Reelect Rimon Ben-Shaoul as Director	Mgmt	For	For	
	<i>Voting Policy Rationale: As the company has provided sufficient information on these proposals and as there are no concerns with the board and its committees' structure and functioning, these items warrant a vote FOR.</i>				
1.c	Reelect Yehoshua (Shuki) Ehrlich as Director	Mgmt	For	For	
	<i>Voting Policy Rationale: As the company has provided sufficient information on these proposals and as there are no concerns with the board and its committees' structure and functioning, these items warrant a vote FOR.</i>				
1.d	Reelect Leo Apotheker as Director	Mgmt	For	For	
	<i>Voting Policy Rationale: As the company has provided sufficient information on these proposals and as there are no concerns with the board and its committees' structure and functioning, these items warrant a vote FOR.</i>				
1.e	Reelect Joseph (Joe) Cowan as Director	Mgmt	For	For	
	<i>Voting Policy Rationale: As the company has provided sufficient information on these proposals and as there are no concerns with the board and its committees' structure and functioning, these items warrant a vote FOR.</i>				
2	Reelect Zehava Simon as External Director	Mgmt	For	For	
	<i>Voting Policy Rationale: As the company has provided sufficient information on these proposals and as there are no concerns with the board and its committees' structure and functioning, these items warrant a vote FOR.</i>				
3	Approve Updated Compensation Policy for the Directors and Officers of the Company	Mgmt	For	For	
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the company discloses sufficient information and rationale on its amended compensation policy. However, qualified support is warranted because: * The amended cap on equity awards is substantially increased and raises some level of concern. The proposal entails a 33 percent increase to the maximum cap of up to ca. USD 26 million in annual RSU grants. * The potential of a USD 26 million RSU grants is substantially above market. Although median value of LTI grants of company-selected peers approximates USD 20 million, we note that median LTI grant value of ISS-selected peers for the company-selected peers is ca. USD 10 million. However, these concerns are somewhat mitigated by: * The proposal entails a theoretical cap whereas actual company practice is not concerning with a ca. USD 8 million annual grant value, being aligned with common market practice; * Any RSU grant to the CEO is subject to separate shareholder approval and hence the maximum cap is symbolic and shareholders can separately assess the merits of the separate RSU grants; and * We acknowledge the company is in the market for a new CEO.</i>				
4	Approve CEO Equity Award	Mgmt	For	Against	
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted because: * The company failed to disclose sufficient information regarding the value of the CEO's proposed compensation, preventing shareholders to assess the level of the payout opportunity; * The proposed vesting period is shorter in duration than the recommended guidelines and the possibility to accelerate the vesting within a short period is not in line with the pay-for-performance principle and Israeli market practice; * Despite the CEO's impending departure within the following year and the short vesting period of the equity awards, the terms provide only limited guidance on the performance criteria used to determine the PSUs, thus leaving excessive room for board discretion and preventing shareholder to assess the rigor of the plan.</i>				
5	Reappoint Kost Forer Gabbay & Kasierer as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	
	<i>Voting Policy Rationale: A vote FOR this proposal to ratify the audit firm and fix their remuneration is warranted.</i>				
6	Discuss Financial Statements and the Report of the Board	Mgmt			
	<i>Voting Policy Rationale: No vote is required for this item.</i>				

NICE Ltd. (Israel)

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
A	Vote FOR if you are a controlling shareholder or have a personal interest in one or several resolutions, as indicated in the proxy card; otherwise, vote AGAINST. You may not abstain. If you vote FOR, please provide an explanation to your account manager	Mgmt	None	Refer	
<p><i>Voting Policy Rationale: Shareholders must indicate whether they are controlling shareholders or have a personal interest related to these agenda items, or else their ballots will not be counted.</i></p> <p>Please Select Any Category Which Applies to You as a Shareholder or as a Holder of Power of Attorney</p>					
B1	If you are an Interest Holder as defined in Section 1 of the Securities Law, 1968, vote FOR. Otherwise, vote against.	Mgmt	None	Refer	
<p><i>Voting Policy Rationale: If such an item is included in the proxy card, shareholders must classify themselves according to the following categories: Interest Holder as defined in Section 1 of the Securities Law, 1968; Senior Officer as defined in Section 37(D) of the Securities Law, 1968; Institutional Investor as defined in Regulation 1 of the Supervision Financial Services Regulations 2009 or a Manager of a Joint Investment Trust Fund as defined in the Joint Investment Trust Law, 1994; Shareholders can classify themselves by voting FOR or AGAINST on any of these items.</i></p>					
B2	If you are a Senior Officer as defined in Section 37(D) of the Securities Law, 1968, vote FOR. Otherwise, vote against.	Mgmt	None	Refer	
<p><i>Voting Policy Rationale: If such an item is included in the proxy card, shareholders must classify themselves according to the following categories: Interest Holder as defined in Section 1 of the Securities Law, 1968; Senior Officer as defined in Section 37(D) of the Securities Law, 1968; Institutional Investor as defined in Regulation 1 of the Supervision Financial Services Regulations 2009 or a Manager of a Joint Investment Trust Fund as defined in the Joint Investment Trust Law, 1994; Shareholders can classify themselves by voting FOR or AGAINST on any of these items.</i></p>					
B3	If you are an Institutional Investor as defined in Regulation 1 of the Supervision Financial Services Regulations 2009 or a Manager of a Joint Investment Trust Fund as defined in the Joint Investment Trust Law, 1994, vote FOR. Otherwise, vote against.	Mgmt	None	Refer	
<p><i>Voting Policy Rationale: If such an item is included in the proxy card, shareholders must classify themselves according to the following categories: Interest Holder as defined in Section 1 of the Securities Law, 1968; Senior Officer as defined in Section 37(D) of the Securities Law, 1968; Institutional Investor as defined in Regulation 1 of the Supervision Financial Services Regulations 2009 or a Manager of a Joint Investment Trust Fund as defined in the Joint Investment Trust Law, 1994; Shareholders can classify themselves by voting FOR or AGAINST on any of these items.</i></p>					

Banco Bilbao Vizcaya Argentaria SA

Meeting Date: 07/04/2024

Country: Spain

Ticker: BBVA

Record Date: 06/30/2024

Meeting Type: Extraordinary Shareholders

Primary Security ID: E11805103

Banco Bilbao Vizcaya Argentaria SA

Shares Voted: 78,008

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Issuance of Shares in Connection with the Acquisition of Banco de Sabadell SA	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposed capital increase is warranted because of the compelling strategic rationale for the combination with Sabadell, which would allow the company to pursue consolidation in the European and more specifically Spanish banking landscape. It is noted that the omission of support from Sabadell's board and the pending regulatory approvals create uncertainties about the success of the offer and the subsequent integration and value creation for the combined group.</i>				
2	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this standard resolution is warranted as it provides the board with the means to carry out the agreements validly adopted by the general meeting.</i>				

JD Sports Fashion Plc

Meeting Date: 07/04/2024

Country: United Kingdom

Ticker: JD

Record Date: 07/02/2024

Meeting Type: Annual

Primary Security ID: G5144Y120

Shares Voted: 10,785

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted. Attention is drawn to adjustments for prior years. Shareholders should also be aware of the new auditor's comments on pervasive deficiencies in the controls environment (on which the Company is implementing improvements but which are expected to take two to three years to complete).</i>				
2	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the remuneration report is warranted, in the absence of significant concerns.</i>				
3	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
4	Elect Dominic Platt as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Andrew (Andy) Higginson, Kathryn (Kath) Smith, Helen Ashton, Hubertus (Bert) Hoyt and Suzanne (Suzi) Williams is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
5	Re-elect Regis Schultz as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Andrew (Andy) Higginson, Kathryn (Kath) Smith, Helen Ashton, Hubertus (Bert) Hoyt and Suzanne (Suzi) Williams is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				

JD Sports Fashion Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Re-elect Andrew Long as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Andrew (Andy) Higginson, Kathryn (Kath) Smith, Helen Ashton, Hubertus (Bert) Hoyt and Suzanne (Suzi) Williams is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
7	Re-elect Kath Smith as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Andrew (Andy) Higginson, Kathryn (Kath) Smith, Helen Ashton, Hubertus (Bert) Hoyt and Suzanne (Suzi) Williams is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
8	Re-elect Bert Hoyt as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Andrew (Andy) Higginson, Kathryn (Kath) Smith, Helen Ashton, Hubertus (Bert) Hoyt and Suzanne (Suzi) Williams is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
9	Re-elect Helen Ashton as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Andrew (Andy) Higginson, Kathryn (Kath) Smith, Helen Ashton, Hubertus (Bert) Hoyt and Suzanne (Suzi) Williams is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
10	Re-elect Suzi Williams as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Andrew (Andy) Higginson, Kathryn (Kath) Smith, Helen Ashton, Hubertus (Bert) Hoyt and Suzanne (Suzi) Williams is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
11	Re-elect Andrew Higginson as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Andrew (Andy) Higginson, Kathryn (Kath) Smith, Helen Ashton, Hubertus (Bert) Hoyt and Suzanne (Suzi) Williams is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
12	Re-elect Ian Dyson as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Andrew (Andy) Higginson, Kathryn (Kath) Smith, Helen Ashton, Hubertus (Bert) Hoyt and Suzanne (Suzi) Williams is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
13	Re-elect Angela Luger as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Andrew (Andy) Higginson, Kathryn (Kath) Smith, Helen Ashton, Hubertus (Bert) Hoyt and Suzanne (Suzi) Williams is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
14	Re-elect Darren Shapland as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Andrew (Andy) Higginson, Kathryn (Kath) Smith, Helen Ashton, Hubertus (Bert) Hoyt and Suzanne (Suzi) Williams is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
15	Reappoint Deloitte LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
16	Authorise the Audit and Risk Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				

JD Sports Fashion Plc

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

Industria de Diseno Textil SA

Meeting Date: 07/09/2024

Country: Spain

Ticker: ITX

Record Date: 07/04/2024

Meeting Type: Annual

Primary Security ID: E6282J125

Shares Voted: 21,635

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.a	Approve Standalone Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted due to a lack of concern regarding the accounts presented or audit procedures used.</i>				
1.b	Approve Discharge of Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted as there is no evidence that the board or the management have not fulfilled their fiduciary duties.</i>				
2	Approve Consolidated Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted due to a lack of concern regarding the accounts presented or audit procedures used.</i>				
3	Approve Non-Financial Information Statement	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted due to a lack of specific concern about the non-financial information reported by the company.</i>				

Industria de Diseno Textil SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Approve Allocation of Income and Dividends	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted due to a lack of controversy surrounding the proposed dividend.</i>				
5.a	Amend Article 9 Re: Transfer of Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted due to a lack of concerns about the proposed bylaw's and GSM regulations' amendments.</i>				
5.b	Amend Articles Re: General Meetings	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted due to a lack of concerns about the proposed bylaw's and GSM regulations' amendments.</i>				
5.c	Amend Articles Re: Board of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted due to a lack of concerns about the proposed bylaw's and GSM regulations' amendments.</i>				
5.d	Amend Article 36 Re: Approval of Accounts and Allocation of Income	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted due to a lack of concerns about the proposed bylaw's and GSM regulations' amendments.</i>				
5.e	Amend Article 40 Re: Liquidation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted due to a lack of concerns about the proposed bylaw's and GSM regulations' amendments.</i>				
6	Amend Articles of General Meeting Regulations	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted due to a lack of concerns about the proposed bylaw's and GSM regulations' amendments.</i>				
7.a	Elect Flora Perez Marcote as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the reelection of NI-NED Flora Perez Marcote under Item 7.a is warranted, in the absence of concerns regarding the nominee and the envisaged board composition. A vote FOR Items 7.b and 7.c is warranted due to a lack of concerns regarding the independent director nominees.</i>				
7.b	Elect Belen Romana Garcia as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the reelection of NI-NED Flora Perez Marcote under Item 7.a is warranted, in the absence of concerns regarding the nominee and the envisaged board composition. A vote FOR Items 7.b and 7.c is warranted due to a lack of concerns regarding the independent director nominees.</i>				
7.c	Reelect Denise Patricia Kingsmill as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the reelection of NI-NED Flora Perez Marcote under Item 7.a is warranted, in the absence of concerns regarding the nominee and the envisaged board composition. A vote FOR Items 7.b and 7.c is warranted due to a lack of concerns regarding the independent director nominees.</i>				
8	Advisory Vote on Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted due to a lack of material concerns about the company's remuneration practices and reporting in FY under review.</i>				

Industria de Diseno Textil SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
9	Authorize Company to Call EGM with 15 Days' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the authority to call an EGM with 15 days' notice is warranted because it is the first time the company is making this request. However, its use (if any) in the upcoming year will be closely monitored to ensure that such shorter-dated EGMs were called solely in connection with genuinely time-sensitive matters.</i>				
10	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this standard resolution is warranted as it provides the board with the means to carry out the agreements validly adopted by the general meeting.</i>				

Sampo Oyj

Meeting Date: 07/09/2024

Country: Finland

Ticker: SAMPO

Record Date: 06/27/2024

Meeting Type: Extraordinary Shareholders

Primary Security ID: X75653232

Shares Voted: 18,258

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Open Meeting	Mgmt			
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
2	Call the Meeting to Order	Mgmt			
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
3	Designate Inspector or Shareholder Representative(s) of Minutes of Meeting	Mgmt			
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
4	Acknowledge Proper Convening of Meeting	Mgmt			
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
5	Prepare and Approve List of Shareholders	Mgmt			
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
6	Approve Issuance of 57.5 Million Shares in Connection with Acquisition of Topdanmark A/S	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposed capital increase is considered warranted because of the compelling strategic rationale provided, the presence of a fair valuation, unanimous support from the boards of both companies, the lack of any significant concerns and the overall generally positive market reaction.</i>				
7	Close Meeting	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting formality.</i>				

Meeting Date: 07/10/2024

Country: USA

Ticker: IOT

Record Date: 05/17/2024

Meeting Type: Annual

Primary Security ID: 79589L106

Shares Voted: 689

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Sanjit Biswas	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Susan (Sue) Wagner for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee member Susan (Sue) Wagner for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director John Bicket	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Susan (Sue) Wagner for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee member Susan (Sue) Wagner for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Marc Andreessen	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Susan (Sue) Wagner for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee member Susan (Sue) Wagner for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Todd Bluedorn	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Susan (Sue) Wagner for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee member Susan (Sue) Wagner for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Sue Bostrom	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Susan (Sue) Wagner for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee member Susan (Sue) Wagner for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Jonathan Chadwick	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Susan (Sue) Wagner for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee member Susan (Sue) Wagner for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Ann Livermore	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Susan (Sue) Wagner for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee member Susan (Sue) Wagner for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Sue Wagner	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Susan (Sue) Wagner for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee member Susan (Sue) Wagner for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 8.75 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Samsara Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. While cash incentives are entirely performance-based, concerns are raised regarding the CEO receiving a relatively large time-vesting equity grant.</i></p>					

Verint Systems Inc.

Meeting Date: 07/10/2024 **Country:** USA **Ticker:** VRNT
Record Date: 05/22/2024 **Meeting Type:** Annual
Primary Security ID: 92343X100

Shares Voted: 211

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Dan Bodner	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Linda Crawford, William Kurtz, and Kristen Robinson for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i></p>					
1.2	Elect Director Linda Crawford	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Linda Crawford, William Kurtz, and Kristen Robinson for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i></p>					
1.3	Elect Director Reid French	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Linda Crawford, William Kurtz, and Kristen Robinson for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i></p>					
1.4	Elect Director Stephen Gold	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Linda Crawford, William Kurtz, and Kristen Robinson for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i></p>					
1.5	Elect Director William Kurtz	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Linda Crawford, William Kurtz, and Kristen Robinson for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i></p>					
1.6	Elect Director Andrew Miller	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Linda Crawford, William Kurtz, and Kristen Robinson for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i></p>					
1.7	Elect Director Richard Nottenburg	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Linda Crawford, William Kurtz, and Kristen Robinson for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i></p>					
1.8	Elect Director Kristen Robinson	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Linda Crawford, William Kurtz, and Kristen Robinson for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i></p>					

Verint Systems Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.9	Elect Director Yvette Smith	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Linda Crawford, William Kurtz, and Kristen Robinson for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
1.10	Elect Director Jason Wright	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Linda Crawford, William Kurtz, and Kristen Robinson for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				

BT Group Plc

Meeting Date: 07/11/2024 **Country:** United Kingdom **Ticker:** BT.A
Record Date: 07/09/2024 **Meeting Type:** Annual
Primary Security ID: G16612106

Shares Voted: 22,521

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>				
2	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted in the absence of any significant concerns.</i>				
3	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
4	Re-elect Adam Crozier as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
5	Re-elect Allison Kirkby as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
6	Re-elect Simon Lowth as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Re-elect Ruth Cairnie as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
8	Re-elect Maggie Chan Jones as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
9	Re-elect Steven Guggenheimer as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
10	Re-elect Matthew Key as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
11	Re-elect Sara Weller as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
12	Elect Raphael Kubler as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
13	Elect Tushar Morzaria as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
14	Reappoint KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is considered warranted at this time.</i>				
15	Authorise the Audit & Risk Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
16	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
17	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
18	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
19	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				

BT Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
20	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>				
21	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				

Land Securities Group Plc

Meeting Date: 07/11/2024	Country: United Kingdom	Ticker: LAND
Record Date: 07/09/2024	Meeting Type: Annual	
Primary Security ID: G5375M142		

Shares Voted: 2,659

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>				
2	Approve Remuneration Policy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the remuneration policy is considered warranted, as no material concerns have been identified and the policy is a re-iteration of the current one in most respects.</i>				
3	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the remuneration report is considered warranted, as no material concerns have been identified.</i>				
4	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
5	Elect James Bowling as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
6	Elect Moni Mannings as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
7	Re-elect Sir Ian Cheshire as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
8	Re-elect Mark Allan as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
9	Re-elect Vanessa Simms as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				

Land Securities Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10	Re-elect Madeleine Cosgrave as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
11	Re-elect Christophe Evain as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
12	Re-elect Miles Roberts as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
13	Re-elect Manjiry Tamhane as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
14	Reappoint Ernst & Young LLP (EY) as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 17.2 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
15	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 17.2 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
16	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				
17	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
18	Approve Omnibus Share Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Omnibus Share Plan is considered warranted, as no material concerns have been identified.</i>				
19	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
20	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
21	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				

Meeting Date: 07/11/2024

Country: United Kingdom

Ticker: RS1

Record Date: 07/09/2024

Meeting Type: Annual

Primary Security ID: G29848101

Shares Voted: 1,653

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>				
2	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the remuneration report is considered warranted, although it is not without concern because: * No material changes to the J2G arrangements have been made in response to a material level of dissent received. Questions may be raised in relation to whether this response appropriately acknowledges shareholder concerns and the level of dissent received in previous years. The main reasons for support are: * The Company's update statement provides considerable information in relation to the reasons some shareholders voted against its remuneration report resolution at the 2023 AGM; * In the aftermath of the 2023 AGM, the Company wrote to its 30 largest shareholders (81% of its register) offering to engage further; and * No other material concerns have been identified in relation to remuneration outcomes during the year under review.</i>				
3	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
4	Re-elect Alex Baldock as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
5	Re-elect Louisa Burdett as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
6	Re-elect Rona Fairhead as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
7	Re-elect Navneet Kapoor as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
8	Re-elect Bessie Lee as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
9	Re-elect Simon Pryce as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
10	Elect Kate Ringrose as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
11	Re-elect David Sleath as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				

RS Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
12	Re-elect Joan Wainwright as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
13	Appoint Deloitte LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
14	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
15	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				
16	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
17	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
18	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
19	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				
20	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>				

Severn Trent Plc

Meeting Date: 07/11/2024

Country: United Kingdom

Ticker: SVT

Record Date: 07/09/2024

Meeting Type: Annual

Primary Security ID: G8056D159

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>				
2	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the remuneration report is warranted although this is not concern without because: * Pay within the sector as a whole is controversial , given the focus on river pollution. In Severn Trent's case, a GBP 2 million fine was imposed this year, due to a pollution incident in 2019-2020, with reputational consequences. However, the issues besetting the Company are not unique to it. In fact, Severn Trent is the only company in the sector to consistently attain 4 star EA status. There have been no serious pollution incidents during the year, and the proportion of pay geared towards river health has increased, with the occurrence of a serious pollution incident serving as an underpin to automatically reduce outcomes, going forward. See Material Company Updates for further context.</i>				
3	Approve Remuneration Policy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this Item is warranted. The new policy largely replicates the old.</i>				
4	Approve Sharesave Scheme	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this tax-approved plan is warranted because it is broad-based and no corporate governance concerns have been identified.</i>				
5	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
6	Re-elect Kevin Beeston as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these candidates is warranted as no significant concerns have been identified.</i>				
7	Re-elect Tom Delay as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these candidates is warranted as no significant concerns have been identified.</i>				
8	Re-elect Olivia Garfield as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these candidates is warranted as no significant concerns have been identified.</i>				
9	Re-elect Christine Hodgson as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these candidates is warranted as no significant concerns have been identified.</i>				
10	Re-elect Sarah Legg as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these candidates is warranted as no significant concerns have been identified.</i>				
11	Re-elect Helen Miles as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these candidates is warranted as no significant concerns have been identified.</i>				
12	Re-elect Sharmila Nebhrajani as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these candidates is warranted as no significant concerns have been identified.</i>				
13	Elect Richard Taylor as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these candidates is warranted as no significant concerns have been identified.</i>				

Severn Trent Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
14	Reappoint Deloitte LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 7.1 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
15	Authorise the Audit and Risk Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 7.1 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
16	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				
17	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
18	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
19	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
20	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				
21	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>				

HashiCorp, Inc.

Meeting Date: 07/15/2024

Country: USA

Ticker: HCP

Record Date: 05/28/2024

Meeting Type: Special

Primary Security ID: 418100103

Shares Voted: 714

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Merger Agreement	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, in light of the reasonably thorough sales process, the merger premium, and the cash form of consideration, which provides liquidity and certainty of value.</i>				

HashiCorp, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote on Golden Parachutes	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted. Cash severance is double trigger and reasonably based, and no excise tax gross-ups are payable. In addition, outstanding equity awards will only accelerate upon a qualifying termination of employment.</i></p>					
3	Adjourn Meeting	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted given the underlying transaction merits support.</i></p>					

Alcoa Corporation

Meeting Date: 07/16/2024 **Country:** USA **Ticker:** AA
Record Date: 06/05/2024 **Meeting Type:** Special
Primary Security ID: 013872106

Shares Voted: 2,071

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Issue Shares in Connection with Transaction	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted given the compelling strategic rationale for the transaction, including cost synergies. In addition, Alcoa shares have outperformed since announcement, implying some downside risk of non-approval.</i></p>					
2	Adjourn Meeting	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as the underlying transaction merits support.</i></p>					

Autodesk, Inc.

Meeting Date: 07/16/2024 **Country:** USA **Ticker:** ADSK
Record Date: 05/29/2024 **Meeting Type:** Annual
Primary Security ID: 052769106

Shares Voted: 4,958

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Andrew Anagnost	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stacy Smith, Blake Irving, and Lorrie Norrington is warranted for lack of diversity on the board. A vote FOR interim CFO and former audit committee chair Elizabeth (Betsy) Rafael is warranted, with caution, as shareholders should continue to monitor the progress of regulatory investigations and civil litigation arising out of the audit committee's investigation into the company's free cash flow and non-GAAP operating margin practices. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Karen Blasing	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stacy Smith, Blake Irving, and Lorrie Norrington is warranted for lack of diversity on the board. A vote FOR interim CFO and former audit committee chair Elizabeth (Betsy) Rafael is warranted, with caution, as shareholders should continue to monitor the progress of regulatory investigations and civil litigation arising out of the audit committee's investigation into the company's free cash flow and non-GAAP operating margin practices. A vote FOR the remaining director nominees is warranted.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1c	Elect Director Reid French	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stacy Smith, Blake Irving, and Lorrie Norrington is warranted for lack of diversity on the board. A vote FOR interim CFO and former audit committee chair Elizabeth (Betsy) Rafael is warranted, with caution, as shareholders should continue to monitor the progress of regulatory investigations and civil litigation arising out of the audit committee's investigation into the company's free cash flow and non-GAAP operating margin practices. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Ayanna Howard	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stacy Smith, Blake Irving, and Lorrie Norrington is warranted for lack of diversity on the board. A vote FOR interim CFO and former audit committee chair Elizabeth (Betsy) Rafael is warranted, with caution, as shareholders should continue to monitor the progress of regulatory investigations and civil litigation arising out of the audit committee's investigation into the company's free cash flow and non-GAAP operating margin practices. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Blake Irving	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stacy Smith, Blake Irving, and Lorrie Norrington is warranted for lack of diversity on the board. A vote FOR interim CFO and former audit committee chair Elizabeth (Betsy) Rafael is warranted, with caution, as shareholders should continue to monitor the progress of regulatory investigations and civil litigation arising out of the audit committee's investigation into the company's free cash flow and non-GAAP operating margin practices. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Mary T. McDowell	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stacy Smith, Blake Irving, and Lorrie Norrington is warranted for lack of diversity on the board. A vote FOR interim CFO and former audit committee chair Elizabeth (Betsy) Rafael is warranted, with caution, as shareholders should continue to monitor the progress of regulatory investigations and civil litigation arising out of the audit committee's investigation into the company's free cash flow and non-GAAP operating margin practices. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Stephen Milligan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stacy Smith, Blake Irving, and Lorrie Norrington is warranted for lack of diversity on the board. A vote FOR interim CFO and former audit committee chair Elizabeth (Betsy) Rafael is warranted, with caution, as shareholders should continue to monitor the progress of regulatory investigations and civil litigation arising out of the audit committee's investigation into the company's free cash flow and non-GAAP operating margin practices. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Lorrie M. Norrington	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stacy Smith, Blake Irving, and Lorrie Norrington is warranted for lack of diversity on the board. A vote FOR interim CFO and former audit committee chair Elizabeth (Betsy) Rafael is warranted, with caution, as shareholders should continue to monitor the progress of regulatory investigations and civil litigation arising out of the audit committee's investigation into the company's free cash flow and non-GAAP operating margin practices. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Betsy Rafael	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stacy Smith, Blake Irving, and Lorrie Norrington is warranted for lack of diversity on the board. A vote FOR interim CFO and former audit committee chair Elizabeth (Betsy) Rafael is warranted, with caution, as shareholders should continue to monitor the progress of regulatory investigations and civil litigation arising out of the audit committee's investigation into the company's free cash flow and non-GAAP operating margin practices. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Rami Rahim	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stacy Smith, Blake Irving, and Lorrie Norrington is warranted for lack of diversity on the board. A vote FOR interim CFO and former audit committee chair Elizabeth (Betsy) Rafael is warranted, with caution, as shareholders should continue to monitor the progress of regulatory investigations and civil litigation arising out of the audit committee's investigation into the company's free cash flow and non-GAAP operating margin practices. A vote FOR the remaining director nominees is warranted.</i>				

Autodesk, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1k	Elect Director Stacy J. Smith	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stacy Smith, Blake Irving, and Lorrie Norrington is warranted for lack of diversity on the board. A vote FOR interim CFO and former audit committee chair Elizabeth (Betsy) Rafael is warranted, with caution, as shareholders should continue to monitor the progress of regulatory investigations and civil litigation arising out of the audit committee's investigation into the company's free cash flow and non-GAAP operating margin practices. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.13 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned. Some concerns remain, including incomplete goal disclosure for the incentive programs and one-year performance periods for part of the LTIP. Nevertheless, annual incentives continued to be entirely based on pre-set financial metrics. Further, equity grants are majority performance conditioned and primarily based on financial metrics.</i>				
4	Provide Right to Call a Special Meeting at a 25 Percent Ownership Threshold	Mgmt	For	For	For
	<i>Voting Policy Rationale: Currently, the company does not provide shareholders with the ability to call special meetings. Hence, a vote FOR this proposal is warranted as it represents an enhancement to shareholder's rights.</i>				
5	Provide Right to Call a Special Meeting	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as the right to call special meetings at a 15 percent ownership threshold would enhance shareholders rights.</i>				

Burberry Group Plc

Meeting Date: 07/16/2024 **Country:** United Kingdom **Ticker:** BRBY
Record Date: 07/12/2024 **Meeting Type:** Annual
Primary Security ID: G1700D105

Shares Voted: 8,439

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

Burberry Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Re-elect Gerry Murphy as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Gerard (Gerry) Murphy, Orna NiChionna, Fabiola Arredondo, Antoine de Saint-Affrique, Samuel (Sam) Fischer, Ronald (Ron) Frasch, Danuta Gray and Alan Stewart is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
5	Re-elect Jonathan Akeroyd as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Gerard (Gerry) Murphy, Orna NiChionna, Fabiola Arredondo, Antoine de Saint-Affrique, Samuel (Sam) Fischer, Ronald (Ron) Frasch, Danuta Gray and Alan Stewart is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
6	Re-elect Orna NiChionna as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Gerard (Gerry) Murphy, Orna NiChionna, Fabiola Arredondo, Antoine de Saint-Affrique, Samuel (Sam) Fischer, Ronald (Ron) Frasch, Danuta Gray and Alan Stewart is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
7	Re-elect Fabiola Arredondo as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Gerard (Gerry) Murphy, Orna NiChionna, Fabiola Arredondo, Antoine de Saint-Affrique, Samuel (Sam) Fischer, Ronald (Ron) Frasch, Danuta Gray and Alan Stewart is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
8	Re-elect Sam Fischer as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Gerard (Gerry) Murphy, Orna NiChionna, Fabiola Arredondo, Antoine de Saint-Affrique, Samuel (Sam) Fischer, Ronald (Ron) Frasch, Danuta Gray and Alan Stewart is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
9	Re-elect Ron Frasch as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Gerard (Gerry) Murphy, Orna NiChionna, Fabiola Arredondo, Antoine de Saint-Affrique, Samuel (Sam) Fischer, Ronald (Ron) Frasch, Danuta Gray and Alan Stewart is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
10	Re-elect Danuta Gray as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Gerard (Gerry) Murphy, Orna NiChionna, Fabiola Arredondo, Antoine de Saint-Affrique, Samuel (Sam) Fischer, Ronald (Ron) Frasch, Danuta Gray and Alan Stewart is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
11	Re-elect Antoine de Saint-Affrique as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Gerard (Gerry) Murphy, Orna NiChionna, Fabiola Arredondo, Antoine de Saint-Affrique, Samuel (Sam) Fischer, Ronald (Ron) Frasch, Danuta Gray and Alan Stewart is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
12	Re-elect Alan Stewart as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Gerard (Gerry) Murphy, Orna NiChionna, Fabiola Arredondo, Antoine de Saint-Affrique, Samuel (Sam) Fischer, Ronald (Ron) Frasch, Danuta Gray and Alan Stewart is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
13	Elect Kate Ferry as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Gerard (Gerry) Murphy, Orna NiChionna, Fabiola Arredondo, Antoine de Saint-Affrique, Samuel (Sam) Fischer, Ronald (Ron) Frasch, Danuta Gray and Alan Stewart is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				

Burberry Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
14	Elect Alessandra Cozzani as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Gerard (Gerry) Murphy, Orna NiChionna, Fabiola Arredondo, Antoine de Saint-Affrique, Samuel (Sam) Fischer, Ronald (Ron) Frasch, Danuta Gray and Alan Stewart is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
15	Reappoint Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 5.4 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
16	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 5.4 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
17	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is considered warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				
18	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is considered warranted because the proposed amounts and durations are within recommended limits.</i>				
19	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is considered warranted because the proposed amounts and durations are within recommended limits.</i>				
20	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is considered warranted because the proposed amounts and durations are within recommended limits.</i>				
21	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is considered warranted because the proposed amount and duration are within recommended limits.</i>				
22	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is considered warranted. No issues of material concern have been identified.</i>				

Intermediate Capital Group Plc

Meeting Date: 07/16/2024

Country: United Kingdom

Ticker: ICG

Record Date: 07/12/2024

Meeting Type: Annual

Primary Security ID: G4807D192

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>				
2	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted, although it is not without concern because: * For the second consecutive year, significant salary increases are being proposed. The main reason for support is: * The resulting salary levels do not stand out of line relative to other FTSE 100 companies, and increases are applied on a phased basis.</i>				
3	Reappoint Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as no significant concerns have been identified.</i>				
4	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 12.5 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
5	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
6	Re-elect William Rucker as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members William Rucker, Andrew Sykes, Virginia Holmes, Matthew Lester and Stephen Welton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
7	Re-elect David Bicarregui as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members William Rucker, Andrew Sykes, Virginia Holmes, Matthew Lester and Stephen Welton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
8	Re-elect Benoit Durteste as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members William Rucker, Andrew Sykes, Virginia Holmes, Matthew Lester and Stephen Welton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
9	Re-elect Antje Hensel-Roth as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members William Rucker, Andrew Sykes, Virginia Holmes, Matthew Lester and Stephen Welton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
10	Re-elect Virginia Holmes as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members William Rucker, Andrew Sykes, Virginia Holmes, Matthew Lester and Stephen Welton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Intermediate Capital Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
11	Re-elect Rosemary Leith as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members William Rucker, Andrew Sykes, Virginia Holmes, Matthew Lester and Stephen Welton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
12	Re-elect Matthew Lester as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members William Rucker, Andrew Sykes, Virginia Holmes, Matthew Lester and Stephen Welton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
13	Re-elect Andrew Sykes as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members William Rucker, Andrew Sykes, Virginia Holmes, Matthew Lester and Stephen Welton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
14	Re-elect Stephen Welton as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members William Rucker, Andrew Sykes, Virginia Holmes, Matthew Lester and Stephen Welton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
15	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
16	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
17	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
18	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				
19	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>				

Constellation Brands, Inc.

Meeting Date: 07/17/2024

Country: USA

Ticker: STZ

Record Date: 05/20/2024

Meeting Type: Annual

Primary Security ID: 21036P108

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Christopher J. Baldwin	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jennifer Daniels, Nicholas Fink, Ernesto Mariano Hernandez Quiroz, and Judy Schmeling is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Christy Clark	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jennifer Daniels, Nicholas Fink, Ernesto Mariano Hernandez Quiroz, and Judy Schmeling is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Jennifer M. Daniels	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jennifer Daniels, Nicholas Fink, Ernesto Mariano Hernandez Quiroz, and Judy Schmeling is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Nicholas I. Fink	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jennifer Daniels, Nicholas Fink, Ernesto Mariano Hernandez Quiroz, and Judy Schmeling is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director William Giles	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jennifer Daniels, Nicholas Fink, Ernesto Mariano Hernandez Quiroz, and Judy Schmeling is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Ernesto M. Hernandez	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jennifer Daniels, Nicholas Fink, Ernesto Mariano Hernandez Quiroz, and Judy Schmeling is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Jose Manuel Madero Garza	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jennifer Daniels, Nicholas Fink, Ernesto Mariano Hernandez Quiroz, and Judy Schmeling is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Daniel J. McCarthy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jennifer Daniels, Nicholas Fink, Ernesto Mariano Hernandez Quiroz, and Judy Schmeling is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director William A. Newlands	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jennifer Daniels, Nicholas Fink, Ernesto Mariano Hernandez Quiroz, and Judy Schmeling is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Richard Sands	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jennifer Daniels, Nicholas Fink, Ernesto Mariano Hernandez Quiroz, and Judy Schmeling is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Constellation Brands, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1k	Elect Director Robert Sands	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jennifer Daniels, Nicholas Fink, Ernesto Mariano Hernandez Quiroz, and Judy Schmeling is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director Judy A. Schmeling	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jennifer Daniels, Nicholas Fink, Ernesto Mariano Hernandez Quiroz, and Judy Schmeling is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1m	Elect Director Luca Zaramella	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jennifer Daniels, Nicholas Fink, Ernesto Mariano Hernandez Quiroz, and Judy Schmeling is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review. While the LTIP's relative TSR metric only targets median performance, the metric now has a payout cap at target if absolute TSR is negative. Further, equity awards are now half performance-conditioned and based on two quantifiable metrics measured over a multi-year period. Annual incentives remain based on pre-set and objective financial metrics.</i>				
4	Report on Supply Chain Water Risk Exposure	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as additional disclosure on the company's efforts to reduce supply chain water usage would bring the company into alignment with standard practice, which would allow shareholders to better assess the company's management of related risks.</i>				
5	Report on Efforts to Reduce GHG Emissions in Alignment with Paris Agreement Goals	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as additional information on the company's efforts to reduce its carbon footprint and align its operations with Paris Agreement goals would allow investors to better understand how the company is managing its transition to a low carbon economy and climate change-related risks.</i>				
6	Report on Support for a Circular Economy for Packaging	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as additional disclosure on the company's efforts to support a circular economy for packaging would allow shareholders to better assess the company's management of related risks.</i>				

Experian Plc

Meeting Date: 07/17/2024

Country: Jersey

Ticker: EXPN

Record Date: 07/15/2024

Meeting Type: Annual

Primary Security ID: G32655105

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>				
2	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the remuneration report is considered warranted as no material issues have been identified.</i>				
3	Re-elect Craig Boundy as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael (Mike) Rogers, Alison Brittain, Kathleen DeRose, Caroline Donahue, Luiz Fleury, Jonathan Howell, Esther Lee and Louise Pentland is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4	Re-elect Alison Brittain as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael (Mike) Rogers, Alison Brittain, Kathleen DeRose, Caroline Donahue, Luiz Fleury, Jonathan Howell, Esther Lee and Louise Pentland is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
5	Re-elect Brian Cassin as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael (Mike) Rogers, Alison Brittain, Kathleen DeRose, Caroline Donahue, Luiz Fleury, Jonathan Howell, Esther Lee and Louise Pentland is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
6	Re-elect Kathleen DeRose as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael (Mike) Rogers, Alison Brittain, Kathleen DeRose, Caroline Donahue, Luiz Fleury, Jonathan Howell, Esther Lee and Louise Pentland is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
7	Re-elect Caroline Donahue as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael (Mike) Rogers, Alison Brittain, Kathleen DeRose, Caroline Donahue, Luiz Fleury, Jonathan Howell, Esther Lee and Louise Pentland is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
8	Re-elect Luiz Fleury as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael (Mike) Rogers, Alison Brittain, Kathleen DeRose, Caroline Donahue, Luiz Fleury, Jonathan Howell, Esther Lee and Louise Pentland is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
9	Re-elect Jonathan Howell as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael (Mike) Rogers, Alison Brittain, Kathleen DeRose, Caroline Donahue, Luiz Fleury, Jonathan Howell, Esther Lee and Louise Pentland is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
10	Re-elect Esther Lee as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael (Mike) Rogers, Alison Brittain, Kathleen DeRose, Caroline Donahue, Luiz Fleury, Jonathan Howell, Esther Lee and Louise Pentland is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Experian Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
11	Re-elect Louise Pentland as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael (Mike) Rogers, Alison Brittain, Kathleen DeRose, Caroline Donahue, Luiz Fleury, Jonathan Howell, Esther Lee and Louise Pentland is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
12	Re-elect Lloyd Pitchford as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael (Mike) Rogers, Alison Brittain, Kathleen DeRose, Caroline Donahue, Luiz Fleury, Jonathan Howell, Esther Lee and Louise Pentland is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
13	Re-elect Mike Rogers as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael (Mike) Rogers, Alison Brittain, Kathleen DeRose, Caroline Donahue, Luiz Fleury, Jonathan Howell, Esther Lee and Louise Pentland is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
14	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 4.8 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
15	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 4.8 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
16	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
17	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
18	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
19	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				

Kangwon Land, Inc.

Meeting Date: 07/17/2024

Country: South Korea

Ticker: 035250

Record Date: 06/13/2024

Meeting Type: Special

Primary Security ID: Y4581L105

Kangwon Land, Inc.

Shares Voted: 3,118

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Kim Gwang-tae as Outside Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted given the absence of any known issues concerning the nominee and the company's board dynamics.</i></p>					

Advanced Drainage Systems, Inc.

Meeting Date: 07/18/2024

Country: USA

Ticker: WMS

Record Date: 05/24/2024

Meeting Type: Annual

Primary Security ID: 00790R104

Shares Voted: 986

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director D. Scott Barbour	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Eversole, Alexander (Alex) Fischer, Tanya Fratto, and Anil Seetharam is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Anesa T. Chaibi	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Eversole, Alexander (Alex) Fischer, Tanya Fratto, and Anil Seetharam is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director Michael B. Coleman	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Eversole, Alexander (Alex) Fischer, Tanya Fratto, and Anil Seetharam is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1d	Elect Director Robert M. Eversole	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Eversole, Alexander (Alex) Fischer, Tanya Fratto, and Anil Seetharam is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1e	Elect Director Alexander R. Fischer	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Eversole, Alexander (Alex) Fischer, Tanya Fratto, and Anil Seetharam is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1f	Elect Director Tanya D. Fratto	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Eversole, Alexander (Alex) Fischer, Tanya Fratto, and Anil Seetharam is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1g	Elect Director Kelly S. Gast	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Eversole, Alexander (Alex) Fischer, Tanya Fratto, and Anil Seetharam is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

Advanced Drainage Systems, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1h	Elect Director M.A. (Mark) Haney	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Eversole, Alexander (Alex) Fischer, Tanya Fratto, and Anil Seetharam is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1i	Elect Director Luther C. Kissam, IV	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Eversole, Alexander (Alex) Fischer, Tanya Fratto, and Anil Seetharam is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1j	Elect Director Manuel J. Perez de la Mesa	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Eversole, Alexander (Alex) Fischer, Tanya Fratto, and Anil Seetharam is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1k	Elect Director Anil Seetharam	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Eversole, Alexander (Alex) Fischer, Tanya Fratto, and Anil Seetharam is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>					

China Three Gorges Renewables (Group) Co., Ltd.

Meeting Date: 07/18/2024 **Country:** China **Ticker:** 600905
Record Date: 07/09/2024 **Meeting Type:** Special
Primary Security ID: Y1521K106

Shares Voted: 256,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Zhu Chengjun as Non-independent Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the nominee is warranted.</i>					

Powszechny Zakład Ubezpieczen SA

Meeting Date: 07/18/2024 **Country:** Poland **Ticker:** PZU
Record Date: 06/02/2024 **Meeting Type:** Annual
Primary Security ID: X6919T107

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Approve Discharge of Ernest Bejda (Management Board Member)	Mgmt	None	Against	Against
<p><i>Voting Policy Rationale: Votes AGAINST Items 1.1 – 1.8 are warranted because shareholders are better served by postponing the decision on discharge of the management board members for the fiscal year 2023. Votes FOR Items 2.1 – 2.12 are warranted because there are no known concerns with respect to the actions taken by the supervisory board in 2023. Votes FOR Items 3.1 – 3.14 are warranted because there are no known concerns with respect to the actions taken by the management and supervisory board in 2015.</i></p>					
1.2	Approve Discharge of Malgorzata Kot (Management Board Member)	Mgmt	None	Against	Against
<p><i>Voting Policy Rationale: Votes AGAINST Items 1.1 – 1.8 are warranted because shareholders are better served by postponing the decision on discharge of the management board members for the fiscal year 2023. Votes FOR Items 2.1 – 2.12 are warranted because there are no known concerns with respect to the actions taken by the supervisory board in 2023. Votes FOR Items 3.1 – 3.14 are warranted because there are no known concerns with respect to the actions taken by the management and supervisory board in 2015.</i></p>					
1.3	Approve Discharge of Beata Kozłowska-Chyla (CEO)	Mgmt	None	Against	Against
<p><i>Voting Policy Rationale: Votes AGAINST Items 1.1 – 1.8 are warranted because shareholders are better served by postponing the decision on discharge of the management board members for the fiscal year 2023. Votes FOR Items 2.1 – 2.12 are warranted because there are no known concerns with respect to the actions taken by the supervisory board in 2023. Votes FOR Items 3.1 – 3.14 are warranted because there are no known concerns with respect to the actions taken by the management and supervisory board in 2015.</i></p>					
1.4	Approve Discharge of Krzysztof Kozłowski (Management Board Member)	Mgmt	None	Against	Against
<p><i>Voting Policy Rationale: Votes AGAINST Items 1.1 – 1.8 are warranted because shareholders are better served by postponing the decision on discharge of the management board members for the fiscal year 2023. Votes FOR Items 2.1 – 2.12 are warranted because there are no known concerns with respect to the actions taken by the supervisory board in 2023. Votes FOR Items 3.1 – 3.14 are warranted because there are no known concerns with respect to the actions taken by the management and supervisory board in 2015.</i></p>					
1.5	Approve Discharge of Tomasz Kulik (Management Board Member)	Mgmt	None	Against	Against
<p><i>Voting Policy Rationale: Votes AGAINST Items 1.1 – 1.8 are warranted because shareholders are better served by postponing the decision on discharge of the management board members for the fiscal year 2023. Votes FOR Items 2.1 – 2.12 are warranted because there are no known concerns with respect to the actions taken by the supervisory board in 2023. Votes FOR Items 3.1 – 3.14 are warranted because there are no known concerns with respect to the actions taken by the management and supervisory board in 2015.</i></p>					
1.6	Approve Discharge of Piotr Nowak (Management Board Member)	Mgmt	None	Against	Against
<p><i>Voting Policy Rationale: Votes AGAINST Items 1.1 – 1.8 are warranted because shareholders are better served by postponing the decision on discharge of the management board members for the fiscal year 2023. Votes FOR Items 2.1 – 2.12 are warranted because there are no known concerns with respect to the actions taken by the supervisory board in 2023. Votes FOR Items 3.1 – 3.14 are warranted because there are no known concerns with respect to the actions taken by the management and supervisory board in 2015.</i></p>					

Powszechny Zakład Ubezpieczeń SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.7	Approve Discharge of Maciej Rapkiewicz (Management Board Member)	Mgmt	None	Against	Against
<p><i>Voting Policy Rationale: Votes AGAINST Items 1.1 – 1.8 are warranted because shareholders are better served by postponing the decision on discharge of the management board members for the fiscal year 2023. Votes FOR Items 2.1 – 2.12 are warranted because there are no known concerns with respect to the actions taken by the supervisory board in 2023. Votes FOR Items 3.1 – 3.14 are warranted because there are no known concerns with respect to the actions taken by the management and supervisory board in 2015.</i></p>					
1.8	Approve Discharge of Malgorzata Sadurska (Management Board Member)	Mgmt	None	Against	Against
<p><i>Voting Policy Rationale: Votes AGAINST Items 1.1 – 1.8 are warranted because shareholders are better served by postponing the decision on discharge of the management board members for the fiscal year 2023. Votes FOR Items 2.1 – 2.12 are warranted because there are no known concerns with respect to the actions taken by the supervisory board in 2023. Votes FOR Items 3.1 – 3.14 are warranted because there are no known concerns with respect to the actions taken by the management and supervisory board in 2015.</i></p>					
2.1	Approve Discharge of Marcin Chludzinski (Supervisory Board Member)	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes AGAINST Items 1.1 – 1.8 are warranted because shareholders are better served by postponing the decision on discharge of the management board members for the fiscal year 2023. Votes FOR Items 2.1 – 2.12 are warranted because there are no known concerns with respect to the actions taken by the supervisory board in 2023. Votes FOR Items 3.1 – 3.14 are warranted because there are no known concerns with respect to the actions taken by the management and supervisory board in 2015.</i></p>					
2.2	Approve Discharge of Pawel Gorecki (Supervisory Board Deputy Chairman)	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes AGAINST Items 1.1 – 1.8 are warranted because shareholders are better served by postponing the decision on discharge of the management board members for the fiscal year 2023. Votes FOR Items 2.1 – 2.12 are warranted because there are no known concerns with respect to the actions taken by the supervisory board in 2023. Votes FOR Items 3.1 – 3.14 are warranted because there are no known concerns with respect to the actions taken by the management and supervisory board in 2015.</i></p>					
2.3	Approve Discharge of Agata Gornicka (Supervisory Board Secretary and Member)	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes AGAINST Items 1.1 – 1.8 are warranted because shareholders are better served by postponing the decision on discharge of the management board members for the fiscal year 2023. Votes FOR Items 2.1 – 2.12 are warranted because there are no known concerns with respect to the actions taken by the supervisory board in 2023. Votes FOR Items 3.1 – 3.14 are warranted because there are no known concerns with respect to the actions taken by the management and supervisory board in 2015.</i></p>					
2.4	Approve Discharge of Robert Jastrzebski (Supervisory Board Chairman)	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes AGAINST Items 1.1 – 1.8 are warranted because shareholders are better served by postponing the decision on discharge of the management board members for the fiscal year 2023. Votes FOR Items 2.1 – 2.12 are warranted because there are no known concerns with respect to the actions taken by the supervisory board in 2023. Votes FOR Items 3.1 – 3.14 are warranted because there are no known concerns with respect to the actions taken by the management and supervisory board in 2015.</i></p>					
2.5	Approve Discharge of Marcin Kubicza (Supervisory Board Member)	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes AGAINST Items 1.1 – 1.8 are warranted because shareholders are better served by postponing the decision on discharge of the management board members for the fiscal year 2023. Votes FOR Items 2.1 – 2.12 are warranted because there are no known concerns with respect to the actions taken by the supervisory board in 2023. Votes FOR Items 3.1 – 3.14 are warranted because there are no known concerns with respect to the actions taken by the management and supervisory board in 2015.</i></p>					

Powszechny Zakład Ubezpieczeń SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.6	Approve Discharge of Elzbieta Maczynska-Ziemacka (Supervisory Board Member)	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes AGAINST Items 1.1 – 1.8 are warranted because shareholders are better served by postponing the decision on discharge of the management board members for the fiscal year 2023. Votes FOR Items 2.1 – 2.12 are warranted because there are no known concerns with respect to the actions taken by the supervisory board in 2023. Votes FOR Items 3.1 – 3.14 are warranted because there are no known concerns with respect to the actions taken by the management and supervisory board in 2015.</i></p>					
2.7	Approve Discharge of Krzysztof Opolski (Supervisory Board Member)	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes AGAINST Items 1.1 – 1.8 are warranted because shareholders are better served by postponing the decision on discharge of the management board members for the fiscal year 2023. Votes FOR Items 2.1 – 2.12 are warranted because there are no known concerns with respect to the actions taken by the supervisory board in 2023. Votes FOR Items 3.1 – 3.14 are warranted because there are no known concerns with respect to the actions taken by the management and supervisory board in 2015.</i></p>					
2.8	Approve Discharge of Radoslaw Sierpinski (Supervisory Board Member)	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes AGAINST Items 1.1 – 1.8 are warranted because shareholders are better served by postponing the decision on discharge of the management board members for the fiscal year 2023. Votes FOR Items 2.1 – 2.12 are warranted because there are no known concerns with respect to the actions taken by the supervisory board in 2023. Votes FOR Items 3.1 – 3.14 are warranted because there are no known concerns with respect to the actions taken by the management and supervisory board in 2015.</i></p>					
2.9	Approve Discharge of Robert Snitko (Supervisory Board Member and Secretary)	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes AGAINST Items 1.1 – 1.8 are warranted because shareholders are better served by postponing the decision on discharge of the management board members for the fiscal year 2023. Votes FOR Items 2.1 – 2.12 are warranted because there are no known concerns with respect to the actions taken by the supervisory board in 2023. Votes FOR Items 3.1 – 3.14 are warranted because there are no known concerns with respect to the actions taken by the management and supervisory board in 2015.</i></p>					
2.10	Approve Discharge of Piotr Wachowiak (Supervisory Board Member)	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes AGAINST Items 1.1 – 1.8 are warranted because shareholders are better served by postponing the decision on discharge of the management board members for the fiscal year 2023. Votes FOR Items 2.1 – 2.12 are warranted because there are no known concerns with respect to the actions taken by the supervisory board in 2023. Votes FOR Items 3.1 – 3.14 are warranted because there are no known concerns with respect to the actions taken by the management and supervisory board in 2015.</i></p>					
2.11	Approve Discharge of Jozef Wierzbowski (Supervisory Board Member)	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes AGAINST Items 1.1 – 1.8 are warranted because shareholders are better served by postponing the decision on discharge of the management board members for the fiscal year 2023. Votes FOR Items 2.1 – 2.12 are warranted because there are no known concerns with respect to the actions taken by the supervisory board in 2023. Votes FOR Items 3.1 – 3.14 are warranted because there are no known concerns with respect to the actions taken by the management and supervisory board in 2015.</i></p>					
2.12	Approve Discharge of Maciej Zaborowski (Supervisory Board Member)	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes AGAINST Items 1.1 – 1.8 are warranted because shareholders are better served by postponing the decision on discharge of the management board members for the fiscal year 2023. Votes FOR Items 2.1 – 2.12 are warranted because there are no known concerns with respect to the actions taken by the supervisory board in 2023. Votes FOR Items 3.1 – 3.14 are warranted because there are no known concerns with respect to the actions taken by the management and supervisory board in 2015.</i></p>					

Powszechny Zakład Ubezpieczeń SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.1	Approve Discharge of Przemyslaw Dabrowski (Management Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes AGAINST Items 1.1 – 1.8 are warranted because shareholders are better served by postponing the decision on discharge of the management board members for the fiscal year 2023. Votes FOR Items 2.1 – 2.12 are warranted because there are no known concerns with respect to the actions taken by the supervisory board in 2023. Votes FOR Items 3.1 – 3.14 are warranted because there are no known concerns with respect to the actions taken by the management and supervisory board in 2015.</i>				
3.2	Approve Discharge of Rafal Grodzicki (Management Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes AGAINST Items 1.1 – 1.8 are warranted because shareholders are better served by postponing the decision on discharge of the management board members for the fiscal year 2023. Votes FOR Items 2.1 – 2.12 are warranted because there are no known concerns with respect to the actions taken by the supervisory board in 2023. Votes FOR Items 3.1 – 3.14 are warranted because there are no known concerns with respect to the actions taken by the management and supervisory board in 2015.</i>				
3.3	Approve Discharge of Witold Jaworski (Management Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes AGAINST Items 1.1 – 1.8 are warranted because shareholders are better served by postponing the decision on discharge of the management board members for the fiscal year 2023. Votes FOR Items 2.1 – 2.12 are warranted because there are no known concerns with respect to the actions taken by the supervisory board in 2023. Votes FOR Items 3.1 – 3.14 are warranted because there are no known concerns with respect to the actions taken by the management and supervisory board in 2015.</i>				
3.4	Approve Discharge of Andrzej Klesyk (CEO)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes AGAINST Items 1.1 – 1.8 are warranted because shareholders are better served by postponing the decision on discharge of the management board members for the fiscal year 2023. Votes FOR Items 2.1 – 2.12 are warranted because there are no known concerns with respect to the actions taken by the supervisory board in 2023. Votes FOR Items 3.1 – 3.14 are warranted because there are no known concerns with respect to the actions taken by the management and supervisory board in 2015.</i>				
3.5	Approve Discharge of Dariusz Krzewina (CEO and Management Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes AGAINST Items 1.1 – 1.8 are warranted because shareholders are better served by postponing the decision on discharge of the management board members for the fiscal year 2023. Votes FOR Items 2.1 – 2.12 are warranted because there are no known concerns with respect to the actions taken by the supervisory board in 2023. Votes FOR Items 3.1 – 3.14 are warranted because there are no known concerns with respect to the actions taken by the management and supervisory board in 2015.</i>				
3.6	Approve Discharge of Tomasz Tarkowski (Management Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes AGAINST Items 1.1 – 1.8 are warranted because shareholders are better served by postponing the decision on discharge of the management board members for the fiscal year 2023. Votes FOR Items 2.1 – 2.12 are warranted because there are no known concerns with respect to the actions taken by the supervisory board in 2023. Votes FOR Items 3.1 – 3.14 are warranted because there are no known concerns with respect to the actions taken by the management and supervisory board in 2015.</i>				
3.7	Approve Discharge of Ryszard Trepczynski (Management Board Member)	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes AGAINST Items 1.1 – 1.8 are warranted because shareholders are better served by postponing the decision on discharge of the management board members for the fiscal year 2023. Votes FOR Items 2.1 – 2.12 are warranted because there are no known concerns with respect to the actions taken by the supervisory board in 2023. Votes FOR Items 3.1 – 3.14 are warranted because there are no known concerns with respect to the actions taken by the management and supervisory board in 2015.</i>				

Powszechny Zakład Ubezpieczeń SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.8	Approve Discharge of Zbigniew Cwiakalski (Supervisory Board Chairman and Deputy Chairman)	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes AGAINST Items 1.1 – 1.8 are warranted because shareholders are better served by postponing the decision on discharge of the management board members for the fiscal year 2023. Votes FOR Items 2.1 – 2.12 are warranted because there are no known concerns with respect to the actions taken by the supervisory board in 2023. Votes FOR Items 3.1 – 3.14 are warranted because there are no known concerns with respect to the actions taken by the management and supervisory board in 2015.</i></p>					
3.9	Approve Discharge of Zbigniew Derdziuk (Supervisory Board Member)	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes AGAINST Items 1.1 – 1.8 are warranted because shareholders are better served by postponing the decision on discharge of the management board members for the fiscal year 2023. Votes FOR Items 2.1 – 2.12 are warranted because there are no known concerns with respect to the actions taken by the supervisory board in 2023. Votes FOR Items 3.1 – 3.14 are warranted because there are no known concerns with respect to the actions taken by the management and supervisory board in 2015.</i></p>					
3.10	Approve Discharge of Dariusz Filar (Supervisory Board Member and Secretary)	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes AGAINST Items 1.1 – 1.8 are warranted because shareholders are better served by postponing the decision on discharge of the management board members for the fiscal year 2023. Votes FOR Items 2.1 – 2.12 are warranted because there are no known concerns with respect to the actions taken by the supervisory board in 2023. Votes FOR Items 3.1 – 3.14 are warranted because there are no known concerns with respect to the actions taken by the management and supervisory board in 2015.</i></p>					
3.11	Approve Discharge of Dariusz Kacprzyk (Supervisory Board Member)	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes AGAINST Items 1.1 – 1.8 are warranted because shareholders are better served by postponing the decision on discharge of the management board members for the fiscal year 2023. Votes FOR Items 2.1 – 2.12 are warranted because there are no known concerns with respect to the actions taken by the supervisory board in 2023. Votes FOR Items 3.1 – 3.14 are warranted because there are no known concerns with respect to the actions taken by the management and supervisory board in 2015.</i></p>					
3.12	Approve Discharge of Jakub Karnowski (Supervisory Board Member)	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes AGAINST Items 1.1 – 1.8 are warranted because shareholders are better served by postponing the decision on discharge of the management board members for the fiscal year 2023. Votes FOR Items 2.1 – 2.12 are warranted because there are no known concerns with respect to the actions taken by the supervisory board in 2023. Votes FOR Items 3.1 – 3.14 are warranted because there are no known concerns with respect to the actions taken by the management and supervisory board in 2015.</i></p>					
3.13	Approve Discharge of Aleksandra Magaczewska (Supervisory Board Chairwoman and Member)	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes AGAINST Items 1.1 – 1.8 are warranted because shareholders are better served by postponing the decision on discharge of the management board members for the fiscal year 2023. Votes FOR Items 2.1 – 2.12 are warranted because there are no known concerns with respect to the actions taken by the supervisory board in 2023. Votes FOR Items 3.1 – 3.14 are warranted because there are no known concerns with respect to the actions taken by the management and supervisory board in 2015.</i></p>					

Powszechny Zakład Ubezpieczeń SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.14	Approve Discharge of Tomasz Zganiacz (Supervisory Board Member and Secretary)	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes AGAINST Items 1.1 – 1.8 are warranted because shareholders are better served by postponing the decision on discharge of the management board members for the fiscal year 2023. Votes FOR Items 2.1 – 2.12 are warranted because there are no known concerns with respect to the actions taken by the supervisory board in 2023. Votes FOR Items 3.1 – 3.14 are warranted because there are no known concerns with respect to the actions taken by the management and supervisory board in 2015.</i></p>					
4.1	Approve Individual Suitability of Anita Elzanowska (Supervisory Board Member)	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with these directors.</i></p>					
4.2	Approve Individual Suitability of Andrzej Kaleta (Supervisory Board Member)	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with these directors.</i></p>					
4.3	Approve Individual Suitability of Anna Machnikowska (Supervisory Board Secretary)	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with these directors.</i></p>					
4.4	Approve Individual Suitability of Adam Uszpolewicz (Supervisory Board Member)	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with these directors.</i></p>					
4.5	Approve Individual Suitability of Filip Gorczyca (Supervisory Board Member)	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with these directors.</i></p>					
4.6	Approve Individual Suitability of Marcin Kubicza (Supervisory Board Chairman)	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with these directors.</i></p>					
4.7	Approve Individual Suitability of Malgorzata Kurzynoga (Supervisory Board Deputy Chairwoman)	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with these directors.</i></p>					
4.8	Approve Individual Suitability of Michal Bernaczyk (Supervisory Board Member)	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with these directors.</i></p>					
4.9	Approve Individual Suitability of Michal Jonczynski (Supervisory Board Member)	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with these directors.</i></p>					
4.10	Approve Individual Suitability of Wojciech Olejniczak (Supervisory Board Member)	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these items are warranted because there are no known concerns with these directors.</i></p>					

Powszechny Zakład Ubezpieczeń SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.11	Approve Collective Suitability of Supervisory Board Members	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted as there are no concerns regarding the supervisory board members.</i>					
5	Amend Policy of Suitability of Supervisory Board and Audit Committee Members	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted due to the lack of concerns regarding the proposed amendments.</i>					
6.1	Recall Supervisory Board Member	Mgmt	For	Against	Against
<i>Voting Policy Rationale: Votes AGAINST these items are warranted because the name of the director to be recalled and the name of the candidate to be elected have not been disclosed by the company.</i>					
6.2	Elect Supervisory Board Member	Mgmt	For	Against	Against
<i>Voting Policy Rationale: Votes AGAINST these items are warranted because the name of the director to be recalled and the name of the candidate to be elected have not been disclosed by the company.</i>					
7	Approve Assessment of Supervisory Board Suitability	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this item is warranted because the composition of the supervisory board after the upcoming AGM is unknown.</i>					
8	Approve Remuneration Report	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this item is warranted because: * Significant fixed pay increases (approx. 12 percent) have not been explained; * The company provided a general list of the performance metrics, without their respective weights, targets, maximum award levels as well as achievement levels per executive. More detailed information on KPIs, applied targets with weights, minimum and maximum thresholds is valuable in order to help investors comprehend the reward for performance and would furthermore be in line with the European Commission draft guidelines on standardized presentation of the remuneration report and general investor sentiment on minimum disclosure expectations; and * The supervisory board is vested with discretionary powers to set performance conditions of the STI, evaluate their levels of achievement, and allocate variable remuneration to the company's executives.</i>					
9	Close Meeting	Mgmt			
<i>Voting Policy Rationale: This is a non-voting item.</i>					

Remy Cointreau SA

Meeting Date: 07/18/2024

Country: France

Ticker: RCO

Record Date: 07/16/2024

Meeting Type: Annual/Special

Primary Security ID: F7725A100

Shares Voted: 734

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

Remy Cointreau SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.</i>				
3	Approve Allocation of Income and Dividends of EUR 2 per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted because the proposed payout ratio is adequate without being excessive.</i>				
4	Approve Stock Dividend Program	Mgmt	For	For	For
	<i>Voting Policy Rationale: This proposal merits a vote FOR.</i>				
5	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because the company failed to provide sufficient information and any rationale to support the existence of a consulting services entered into with the majority shareholder. It is therefore impossible to ascertain that the continuation of this agreement is in shareholders' interests.</i>				
6	Reelect Bruno Pavlovsky as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the (re)elections of the independent nominees (Bruno Pavlovsky, Marc Verspyck and Pierre Bidart) are warranted in the absence of specific concerns (Items 6, 7 and 10). Votes AGAINST the reelections of non-independent nominees (Caroline Bois and Elie Heriard Dubreuil) are warranted since they are affiliated with shareholders benefitting from the company's distortive voting structure (Items 8 and 9).</i>				
7	Reelect Marc Verspyck as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the (re)elections of the independent nominees (Bruno Pavlovsky, Marc Verspyck and Pierre Bidart) are warranted in the absence of specific concerns (Items 6, 7 and 10). Votes AGAINST the reelections of non-independent nominees (Caroline Bois and Elie Heriard Dubreuil) are warranted since they are affiliated with shareholders benefitting from the company's distortive voting structure (Items 8 and 9).</i>				
8	Reelect Caroline Bois Heriard Dubreuil as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Votes FOR the (re)elections of the independent nominees (Bruno Pavlovsky, Marc Verspyck and Pierre Bidart) are warranted in the absence of specific concerns (Items 6, 7 and 10). Votes AGAINST the reelections of non-independent nominees (Caroline Bois and Elie Heriard Dubreuil) are warranted since they are affiliated with shareholders benefitting from the company's distortive voting structure (Items 8 and 9).</i>				
9	Reelect Elie Heriard Dubreuil as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Votes FOR the (re)elections of the independent nominees (Bruno Pavlovsky, Marc Verspyck and Pierre Bidart) are warranted in the absence of specific concerns (Items 6, 7 and 10). Votes AGAINST the reelections of non-independent nominees (Caroline Bois and Elie Heriard Dubreuil) are warranted since they are affiliated with shareholders benefitting from the company's distortive voting structure (Items 8 and 9).</i>				
10	Elect Pierre Bidart as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the (re)elections of the independent nominees (Bruno Pavlovsky, Marc Verspyck and Pierre Bidart) are warranted in the absence of specific concerns (Items 6, 7 and 10). Votes AGAINST the reelections of non-independent nominees (Caroline Bois and Elie Heriard Dubreuil) are warranted since they are affiliated with shareholders benefitting from the company's distortive voting structure (Items 8 and 9).</i>				
11	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>				

Remy Cointreau SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
12	Approve Compensation of Marie-Amelie de Leusse, Chairwoman of the Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i>				
13	Approve Compensation of Eric Vallat, CEO	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration report is warranted but not without concerns as: * There is limited detail to explain the achievement levels of the qualitative criteria of the annual bonus. * The assessment of the performance conditions attached to the LTIP granted creates a risk of pay for failure. * There is limited detail to explain the achievement levels of the performance conditions of the vested LTIP.</i>				
14	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the remuneration policy applicable to the Chairman of the Board is warranted because it does not raise any significant concern (Item 14). A vote FOR the remuneration policy applicable to directors is warranted because it does not raise any significant concern (Item 16).</i>				
15	Approve Remuneration Policy of CEO	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this remuneration policy is warranted because: * There is an overall lack of disclosure on the LTIP policy as the company does not give any information on the LTIP's cap, vesting period or performance conditions. * The company does not specify a cap for exceptional remuneration.</i>				
16	Approve Remuneration Policy of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the remuneration policy applicable to the Chairman of the Board is warranted because it does not raise any significant concern (Item 14). A vote FOR the remuneration policy applicable to directors is warranted because it does not raise any significant concern (Item 16).</i>				
17	Renew Appointment of Price Waterhouse Coopers Audit as Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
18	Appoint ACA NEXIA as Auditor for the Sustainability Reporting	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
19	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: Such share buyback programs merit a vote FOR.</i>				
20	Extraordinary Business Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as such share capital reductions are favorable to shareholders.</i>				
21	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 20 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: * Votes FOR the authorizations under Items 21, 22 and 27 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights (and with a binding priority right for Item 22). * Votes AGAINST the authorizations under Items 23, 24, 25 and 26 are warranted because they do not respect the recommended 10-percent guideline for issuances without preemptive rights.</i>				

Remy Cointreau SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
22	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 15 Million	Mgmt	For	For	For
<p><i>Voting Policy Rationale: * Votes FOR the authorizations under Items 21, 22 and 27 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights (and with a binding priority right for Item 22). * Votes AGAINST the authorizations under Items 23, 24, 25 and 26 are warranted because they do not respect the recommended 10-percent guideline for issuances without preemptive rights.</i></p>					
23	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 15 Million	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: * Votes FOR the authorizations under Items 21, 22 and 27 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights (and with a binding priority right for Item 22). * Votes AGAINST the authorizations under Items 23, 24, 25 and 26 are warranted because they do not respect the recommended 10-percent guideline for issuances without preemptive rights.</i></p>					
24	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Above	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: * Votes FOR the authorizations under Items 21, 22 and 27 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights (and with a binding priority right for Item 22). * Votes AGAINST the authorizations under Items 23, 24, 25 and 26 are warranted because they do not respect the recommended 10-percent guideline for issuances without preemptive rights.</i></p>					
25	Authorize Board to Set Issue Price for 10 Percent Per Year of Issued Capital Pursuant to Issue Authority without Preemptive Rights	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: * Votes FOR the authorizations under Items 21, 22 and 27 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights (and with a binding priority right for Item 22). * Votes AGAINST the authorizations under Items 23, 24, 25 and 26 are warranted because they do not respect the recommended 10-percent guideline for issuances without preemptive rights.</i></p>					
26	Authorize Capital Increase of Up to EUR 15 Million for Future Exchange Offers	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: * Votes FOR the authorizations under Items 21, 22 and 27 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights (and with a binding priority right for Item 22). * Votes AGAINST the authorizations under Items 23, 24, 25 and 26 are warranted because they do not respect the recommended 10-percent guideline for issuances without preemptive rights.</i></p>					
27	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For	For
<p><i>Voting Policy Rationale: * Votes FOR the authorizations under Items 21, 22 and 27 are warranted as their proposed volumes respect the recommended guidelines for issuances with and without preemptive rights (and with a binding priority right for Item 22). * Votes AGAINST the authorizations under Items 23, 24, 25 and 26 are warranted because they do not respect the recommended 10-percent guideline for issuances without preemptive rights.</i></p>					
28	Authorize Capitalization of Reserves of Up to EUR 20 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is warranted since this potential transfer of wealth is in shareholders' interests.</i></p>					

Remy Cointreau SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
29	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted as it does not raise concerns.</i>					
30	Authorize up to 2 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted in the absence of specific concerns.</i>					
31	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this routine item is warranted.</i>					

Yintai Gold Co., Ltd.

Meeting Date: 07/18/2024 **Country:** China **Ticker:** 000975
Record Date: 07/11/2024 **Meeting Type:** Special
Primary Security ID: Y1584S103

Shares Voted: 24,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Change of Company Name	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					
2	Amend Articles of Association	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted because: * the proposed articles amendments are not considered to adequately provide for accountability and transparency to shareholders; and, * the amendment might hinder the independent director's authority to oversee the board and company operation.</i>					
3	Amend Rules and Procedures Regarding General Meetings of Shareholders	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					
4	Amend Rules and Procedures Regarding Meetings of Board of Directors	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted because the amendment might hinder the independent director's authority to oversee the board and company operation.</i>					
5	Amend Rules and Procedures Regarding Meetings of Board of Supervisors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					

Topsports International Holdings Limited

Meeting Date: 07/19/2024 **Country:** Cayman Islands **Ticker:** 6110
Record Date: 07/15/2024 **Meeting Type:** Annual
Primary Security ID: G8924B104

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR this resolution is warranted.</i>				
2	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted given the proposed distribution of dividends would provide an opportunity for shareholders to realize their investments in the company.</i>				
3	Approve Special Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted given the proposed distribution of dividends would provide an opportunity for shareholders to realize their investments in the company.</i>				
4	Approve PricewaterhouseCoopers as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the audit firm remuneration and the way the audit was conducted.</i>				
5a1	Elect Sheng Fang as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
5a2	Elect Yung Josephine Yuen Ching as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
5a3	Elect Hua Bin as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
5b	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: Director fees at Hong Kong-listed companies are usually reasonable. In the absence of known concerns over director remuneration at the company, a vote FOR this proposal is warranted.</i>				
6	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST these resolutions is warranted for the following: * The aggregate share issuance limit is greater than 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has not specified the discount limit for issuance for cash and non-cash consideration.</i>				
7	Authorize Repurchase of Issued Share Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted given the absence of any known issues concerning the proposed share repurchase.</i>				
8	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST these resolutions is warranted for the following: * The aggregate share issuance limit is greater than 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has not specified the discount limit for issuance for cash and non-cash consideration.</i>				

United Utilities Group Plc

Meeting Date: 07/19/2024

Country: United Kingdom

Ticker: UU

Record Date: 07/17/2024

Meeting Type: Annual

Primary Security ID: G92755100

Shares Voted: 3,193

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>				
2	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
3	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted in the absence of significant concerns.</i>				
4	Re-elect Sir David Higgins as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Sir David Higgins, Alison Goligher, Liam Butterworth, Kathleen (Kath) Cates, Michael Lewis and Douglas (Doug) Webb is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted at this time</i>				
5	Re-elect Louise Beardmore as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Sir David Higgins, Alison Goligher, Liam Butterworth, Kathleen (Kath) Cates, Michael Lewis and Douglas (Doug) Webb is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted at this time</i>				
6	Re-elect Phil Aspin as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Sir David Higgins, Alison Goligher, Liam Butterworth, Kathleen (Kath) Cates, Michael Lewis and Douglas (Doug) Webb is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted at this time</i>				
7	Re-elect Alison Goligher as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Sir David Higgins, Alison Goligher, Liam Butterworth, Kathleen (Kath) Cates, Michael Lewis and Douglas (Doug) Webb is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted at this time</i>				
8	Re-elect Liam Butterworth as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Sir David Higgins, Alison Goligher, Liam Butterworth, Kathleen (Kath) Cates, Michael Lewis and Douglas (Doug) Webb is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted at this time</i>				
9	Re-elect Kath Cates as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Sir David Higgins, Alison Goligher, Liam Butterworth, Kathleen (Kath) Cates, Michael Lewis and Douglas (Doug) Webb is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted at this time</i>				
10	Elect Clare Hayward as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Sir David Higgins, Alison Goligher, Liam Butterworth, Kathleen (Kath) Cates, Michael Lewis and Douglas (Doug) Webb is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted at this time</i>				

United Utilities Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
11	Re-elect Michael Lewis as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Sir David Higgins, Alison Goligher, Liam Butterworth, Kathleen (Kath) Cates, Michael Lewis and Douglas (Doug) Webb is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted at this time</i>				
12	Re-elect Doug Webb as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Sir David Higgins, Alison Goligher, Liam Butterworth, Kathleen (Kath) Cates, Michael Lewis and Douglas (Doug) Webb is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted at this time</i>				
13	Reappoint KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is considered warranted at this time.</i>				
14	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 15.4 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
15	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
16	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
17	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
18	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				
19	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>				
20	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				

Columbus McKinnon Corporation

Meeting Date: 07/22/2024

Country: USA

Ticker: CMCO

Record Date: 05/28/2024

Meeting Type: Annual

Primary Security ID: 199333105

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Gerald G. Colella	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kathryn Roedel, Aziz Aghili, Jeanne Beliveau-Dunn and Rebecca Yeung is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Kathryn V. Roedel	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kathryn Roedel, Aziz Aghili, Jeanne Beliveau-Dunn and Rebecca Yeung is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director David J. Wilson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kathryn Roedel, Aziz Aghili, Jeanne Beliveau-Dunn and Rebecca Yeung is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Aziz S. Aghili	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kathryn Roedel, Aziz Aghili, Jeanne Beliveau-Dunn and Rebecca Yeung is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Jeanne Beliveau-Dunn	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kathryn Roedel, Aziz Aghili, Jeanne Beliveau-Dunn and Rebecca Yeung is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Michael Dastoor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kathryn Roedel, Aziz Aghili, Jeanne Beliveau-Dunn and Rebecca Yeung is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Chad R. Abraham	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kathryn Roedel, Aziz Aghili, Jeanne Beliveau-Dunn and Rebecca Yeung is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Rebecca Yeung	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kathryn Roedel, Aziz Aghili, Jeanne Beliveau-Dunn and Rebecca Yeung is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director Chris J. Stephens, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kathryn Roedel, Aziz Aghili, Jeanne Beliveau-Dunn and Rebecca Yeung is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 10.69 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Columbus McKinnon Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i></p>					
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i></p>					

Ningbo Sanxing Medical Electric Co., Ltd.

Meeting Date: 07/22/2024 **Country:** China **Ticker:** 601567
Record Date: 07/16/2024 **Meeting Type:** Special
Primary Security ID: Y6298G105

Shares Voted: 11,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Feng Shaogang as Independent Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the nominee is warranted given the absence of any known issues concerning the nominee.</i></p>					

B&M European Value Retail SA

Meeting Date: 07/23/2024 **Country:** Luxembourg **Ticker:** BME
Record Date: 07/09/2024 **Meeting Type:** Annual
Primary Security ID: L1175H106

Shares Voted: 3,140

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Board Reports	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i></p>					
2	Receive Standalone and Consolidated Annual Accounts and Financial Statements and the Auditors' Reports Thereon	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i></p>					
3	Approve Annual Accounts and Financial Statements	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i></p>					

B&M European Value Retail SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Approve Consolidated Annual Accounts and Financial Statements	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>				
5	Approve Allocation of Income	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this routine resolution is considered warranted as no material concerns have been identified.</i>				
6	Approve Dividends	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
7	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted, although it is not without concern because: * The EPS targets linked to the LTIP awards that vested during the year were adjusted upwards, resulting in the payout of this element, which would otherwise be nil. The main reasons for support are: * The adjustment was made to reflect the increased corporation tax rate, ensuring performance targets remain on a like-for-like basis. * Pay outcomes are congruent with the Company's overall performance.</i>				
8	Approve Remuneration Policy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted, although it is not without concerns because: * The Company is proposing to increase the maximum bonus and LTIP opportunities, adding an additional 50% of salary to each. Taken together, an additional 1x salary to the variable package is considerable. The revised bonus award level, in particular, is quite high for a company of this size and in this sector. The main reasons for support are: * The revised total pay package remains around the median of FTSE 100 UK retailers, and the new LTIP limit is not considered out of line. There is also no immediate intention to use the headroom for the CFO. The general remuneration framework adheres to current UK market norms.</i>				
9	Approve Long Term Incentive Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposed LTIP is warranted because the structure of the plan meets current market practice.</i>				
10	Approve Discharge of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is considered warranted as no material concerns have been identified.</i>				
11	Reelect Alejandro Russo as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Tiffany Hall, Oliver Tant and Paula MacKenzie is warranted for lack of diversity on the board. Concerns are further raised regarding the election of Oliver Tant because: * Oliver Tant attended only 69% of the Board and Committee meetings held during the year, and the Company has provided limited explanation for his absences. * However, there is no long-term concern regarding his attendance, and the Company has provided an explanation for his absence at a Board meeting. A vote FOR the remaining nominees is warranted.</i>				
12	Reelect Michael Schmidt as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Tiffany Hall, Oliver Tant and Paula MacKenzie is warranted for lack of diversity on the board. Concerns are further raised regarding the election of Oliver Tant because: * Oliver Tant attended only 69% of the Board and Committee meetings held during the year, and the Company has provided limited explanation for his absences. * However, there is no long-term concern regarding his attendance, and the Company has provided an explanation for his absence at a Board meeting. A vote FOR the remaining nominees is warranted.</i>				
13	Reelect Tiffany Hall as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Tiffany Hall, Oliver Tant and Paula MacKenzie is warranted for lack of diversity on the board. Concerns are further raised regarding the election of Oliver Tant because: * Oliver Tant attended only 69% of the Board and Committee meetings held during the year, and the Company has provided limited explanation for his absences. * However, there is no long-term concern regarding his attendance, and the Company has provided an explanation for his absence at a Board meeting. A vote FOR the remaining nominees is warranted.</i>				

B&M European Value Retail SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
14	Reelect Paula MacKenzie as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Tiffany Hall, Oliver Tant and Paula MacKenzie is warranted for lack of diversity on the board. Concerns are further raised regarding the election of Oliver Tant because: * Oliver Tant attended only 69% of the Board and Committee meetings held during the year, and the Company has provided limited explanation for his absences. * However, there is no long-term concern regarding his attendance, and the Company has provided an explanation for his absence at a Board meeting. A vote FOR the remaining nominees is warranted.</i>				
15	Reelect Oliver Tant as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Tiffany Hall, Oliver Tant and Paula MacKenzie is warranted for lack of diversity on the board. Concerns are further raised regarding the election of Oliver Tant because: * Oliver Tant attended only 69% of the Board and Committee meetings held during the year, and the Company has provided limited explanation for his absences. * However, there is no long-term concern regarding his attendance, and the Company has provided an explanation for his absence at a Board meeting. A vote FOR the remaining nominees is warranted.</i>				
16	Reelect Hounaida Lasry as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Tiffany Hall, Oliver Tant and Paula MacKenzie is warranted for lack of diversity on the board. Concerns are further raised regarding the election of Oliver Tant because: * Oliver Tant attended only 69% of the Board and Committee meetings held during the year, and the Company has provided limited explanation for his absences. * However, there is no long-term concern regarding his attendance, and the Company has provided an explanation for his absence at a Board meeting. A vote FOR the remaining nominees is warranted.</i>				
17	Reelect Nadia Shouraboura as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Tiffany Hall, Oliver Tant and Paula MacKenzie is warranted for lack of diversity on the board. Concerns are further raised regarding the election of Oliver Tant because: * Oliver Tant attended only 69% of the Board and Committee meetings held during the year, and the Company has provided limited explanation for his absences. * However, there is no long-term concern regarding his attendance, and the Company has provided an explanation for his absence at a Board meeting. A vote FOR the remaining nominees is warranted.</i>				
18	Approve Discharge of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is considered warranted as no material concerns have been identified.</i>				
19	Reappoint KPMG Audit Sarl as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 9.3 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
20	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 9.3 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
21	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				

B&M European Value Retail SA

Meeting Date: 07/23/2024

Country: Luxembourg

Ticker: BME

Record Date: 07/09/2024

Meeting Type: Extraordinary Shareholders

Primary Security ID: L1175H106

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Extraordinary Meeting Agenda	Mgmt			
1	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted, although it is not without concern because: * The proposed duration exceeds the UK market limit. The main reasons for support are: * The proposed annual amount for share issuance remains within the recommended level. * No other concerns have been identified.</i>				
2	Authorize Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted, although it is not without concern because: * The proposed duration exceeds the UK market limit. The main reasons for support are: * The proposed annual amount for share issuance remains within the recommended level. * No other concerns have been identified.</i>				
3	Amend Articles Re: Replace Article 6.1.1 and 6.1.2 by a Single Article 6.1.1	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because no significant concerns have been identified.</i>				
4	Amend Articles Re: Remove References to Voluntary Dematerialisation, Registered Shares and Share Register from the Articles	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because no significant concerns have been identified.</i>				
5	Amend Articles Re: Move the Provisions of Article 9.2 under Article 5.1	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because no significant concerns have been identified.</i>				
6	Amend Articles 10.1 and 10.4 Re: Removing Arora Family's Rights to Propose Candidates to the Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because no significant concerns have been identified.</i>				
7	Amend Articles Re: Increase the Cap of Director Fees Payable to Non Executive Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because no significant concerns have been identified.</i>				
8	Amend Articles Re: Remove All References to the Statutory Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because no significant concerns have been identified.</i>				

B&M European Value Retail SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
9	Amend Articles Re: Remove Article 24.3.3 from the Articles and the Need to Convene Shareholders' Meetings by Letter	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted because no significant concerns have been identified.</i>					
10	Amend Articles Re: Renumber the Articles and Update Cross-References in the Articles further to the Approved Changes	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted because no significant concerns have been identified.</i>					

Booz Allen Hamilton Holding Corporation

Meeting Date: 07/24/2024 **Country:** USA **Ticker:** BAH
Record Date: 06/03/2024 **Meeting Type:** Annual
Primary Security ID: 099502106

Shares Voted: 3,321

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Horacio D. Rozanski	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
1b	Elect Director Joan Lordi C. Amble	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
1c	Elect Director Melody C. Barnes	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
1d	Elect Director Michele A. Flournoy	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
1e	Elect Director Mark E. Gaumont	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
1f	Elect Director Ellen Jewett	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
1g	Elect Director Arthur E. Johnson	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
1h	Elect Director Gretchen W. McClain	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					

Booz Allen Hamilton Holding Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1i	Elect Director Rory P. Read	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1j	Elect Director Charles O. Rossotti	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1k	Elect Director William M. Thornberry	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.42 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				

Halma Plc

Meeting Date: 07/25/2024 **Country:** United Kingdom **Ticker:** HLMA
Record Date: 07/23/2024 **Meeting Type:** Annual
Primary Security ID: G42504103

Shares Voted: 7,558

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>				
2	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
3	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the remuneration report is considered warranted, as no material concerns have been identified.</i>				
4	Approve Remuneration Policy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the remuneration policy is considered warranted, as no material concerns have been identified. The new policy largely replicates the old.</i>				
5	Elect Liam Condon as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this candidate is warranted as no significant concerns have been identified.</i>				
6	Elect Giles Kerr as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this candidate is warranted as no significant concerns have been identified.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Re-elect Dame Louise Makin as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this candidate is warranted as no significant concerns have been identified.</i>				
8	Re-elect Marc Ronchetti as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this candidate is warranted as no significant concerns have been identified.</i>				
9	Re-elect Steve Gunning as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this candidate is warranted as no significant concerns have been identified.</i>				
10	Re-elect Jennifer Ward as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this candidate is warranted as no significant concerns have been identified.</i>				
11	Re-elect Carole Cran as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this candidate is warranted as no significant concerns have been identified.</i>				
12	Re-elect Jo Harlow as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this candidate is warranted as no significant concerns have been identified.</i>				
13	Re-elect Dharmash Mistry as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this candidate is warranted as no significant concerns have been identified.</i>				
14	Re-elect Sharmila Nebhrajani as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this candidate is warranted as no significant concerns have been identified.</i>				
15	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
16	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
17	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
18	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				
19	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				

Halma Plc

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

Jazz Pharmaceuticals plc

Meeting Date: 07/25/2024

Country: Ireland

Ticker: JAZZ

Record Date: 05/29/2024

Meeting Type: Annual

Primary Security ID: G50871105

Shares Voted: 1,444

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Laura J. Hamill	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Mark Smith is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1b	Elect Director Patrick Kennedy	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Mark Smith is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1c	Elect Director Kenneth W. O'Keefe	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Mark Smith is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1d	Elect Director Mark D. Smith	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Mark Smith is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
2	Approve KPMG as Auditors and authorize the Board to Fix Their Remuneration	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>					

Jazz Pharmaceuticals plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
<i>Voting Policy Rationale: A vote for the adoption of an ANNUAL say-on-pay frequency is warranted. Annual say-on-pay votes are considered a best practice as they give shareholders a regular opportunity to opine on executive pay.</i>					
5	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>					
6	Adjourn Meeting	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted, given the underlying support for Item 5 and the fact that the board is not proposing to seek an adjournment if Items 1 through 4 are not approved.</i>					

Kyndryl Holdings, Inc.

Meeting Date: 07/25/2024 **Country:** USA **Ticker:** KD
Record Date: 05/28/2024 **Meeting Type:** Annual
Primary Security ID: 50155Q100

Shares Voted: 1,130

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Dominic J. Caruso	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephen Hester and Shirley Ann Jackson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1b	Elect Director Stephen A.M. Hester	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephen Hester and Shirley Ann Jackson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1c	Elect Director Shirley Ann Jackson	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephen Hester and Shirley Ann Jackson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1d	Elect Director Martin Schroeter	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephen Hester and Shirley Ann Jackson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>					
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.33 percent of the fees paid to the auditor are for non-audit purposes.</i>					

Macquarie Group Limited

Meeting Date: 07/25/2024

Country: Australia

Ticker: MQG

Record Date: 07/23/2024

Meeting Type: Annual

Primary Security ID: Q57085286

Shares Voted: 53,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2a	Elect Rebecca J McGrath as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Glenn Stevens, Rebecca McGrath, and Michael (Mike) Roche for lack of diversity on the board.</i>				
2b	Elect Mike Roche as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Glenn Stevens, Rebecca McGrath, and Michael (Mike) Roche for lack of diversity on the board.</i>				
2c	Elect Glenn R Stevens as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Glenn Stevens, Rebecca McGrath, and Michael (Mike) Roche for lack of diversity on the board.</i>				
3	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A qualified vote FOR the remuneration report is warranted. * Executive remuneration outcomes were lower in FY24, in line with the decrease in financial results. * The total profit share paid to current KMP executives was \$80.2 million, down 46 percent from FY23 (compared to a 22 percent increase from FY22 to FY23). * The CEO's awarded profit share was \$23.7 million (of which \$16.6 million is retained), down 26 percent on the prior year. * Upon resignation of the former Head of CGM disclosure indicates that all unvested retained profit share and PSUs were forfeited, noting that the value of the retained profit share is approximately \$123.0 million. The qualification is to highlight persisting concerns regarding the following: * Quantitative Pay for Performance analysis continues to indicate a high degree of concern for misalignment of pay, performance and shareholder outcomes. * There is continued absence of any disclosure of pre-set target and maximum incentive opportunities, metric weightings, and transparent pre-set threshold, target and maximum goals. * Individual profit share award determinations and by extension, a majority of executive remuneration outcomes, while having some regard to financial and non-financial factors, are discretionary. * Despite the decrease in the CEO's FY24 profit share allocation, her total remuneration remains excessive when compared to the top 25 Australian companies and certain selected local market industry peers, and when compared to the company's global selected peer group.</i>				
4	Approve Participation of Shemara Wikramanayake in the Macquarie Group Employee Retained Equity Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A qualified vote FOR this resolution is warranted, primarily on the basis that the structure and quantum of the PSUs are sufficiently consistent with the local market and improved shareholder interests. The deferral of the RSUs and the PSUs are consistent with local market regulatory requirements and shareholder expectations noting the significant quantum of total CEO and executive remuneration, with a five-year deferral period for RSUs and a four-year performance period for the PSUs (plus a one-year holding lock for the CEO from FY24). This is combined with two unchanged financial performance measures - relative ROE and EPS CAGR, and malus provisions. Concerns that justify the qualified nature of the vote recommendation include * The high quantum of the RSU awards, which are well in excess of similar sized companies in the ASX 1-25 and a local market industry peer group, as well as certain global financial institution peers cited by the company, and * The false choice, that if the resolution is not passed by shareholders, the company will consider an alternative form of payment.</i>				

Mainfreight Limited

Meeting Date: 07/25/2024

Country: New Zealand

Ticker: MFT

Record Date: 07/23/2024

Meeting Type: Annual

Primary Security ID: Q5742H106

Shares Voted: 523,630

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Annie Steel as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Items 1 and 2 A vote FOR the election of Independent Non-Executive Directors Annie Steel and Hayley Buckley is warranted. Their presence supports the continued composition of a majority-independent board structure, and there are no corporate governance concerns identified in relation to their candidacy as directors. Item 3 A qualified vote FOR the re-election of Bruce Plested is warranted. The qualification is to highlight that he is the chairman the remuneration committee and governance concerns regarding transparency of remuneration disclosure are observed, specifically in regard to the lagging disclosure of bonuses which appears discretionary, the absence of information of any specific KPIs on which the bonus was based, and the Managing Director's significant fixed remuneration compared to similar sized companies.</i>				
2	Elect Hayley Buckley as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Items 1 and 2 A vote FOR the election of Independent Non-Executive Directors Annie Steel and Hayley Buckley is warranted. Their presence supports the continued composition of a majority-independent board structure, and there are no corporate governance concerns identified in relation to their candidacy as directors. Item 3 A qualified vote FOR the re-election of Bruce Plested is warranted. The qualification is to highlight that he is the chairman the remuneration committee and governance concerns regarding transparency of remuneration disclosure are observed, specifically in regard to the lagging disclosure of bonuses which appears discretionary, the absence of information of any specific KPIs on which the bonus was based, and the Managing Director's significant fixed remuneration compared to similar sized companies.</i>				
3	Elect Bruce Plested as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Items 1 and 2 A vote FOR the election of Independent Non-Executive Directors Annie Steel and Hayley Buckley is warranted. Their presence supports the continued composition of a majority-independent board structure, and there are no corporate governance concerns identified in relation to their candidacy as directors. Item 3 A qualified vote FOR the re-election of Bruce Plested is warranted. The qualification is to highlight that he is the chairman the remuneration committee and governance concerns regarding transparency of remuneration disclosure are observed, specifically in regard to the lagging disclosure of bonuses which appears discretionary, the absence of information of any specific KPIs on which the bonus was based, and the Managing Director's significant fixed remuneration compared to similar sized companies.</i>				
4	Approve Retirement Payment to Richard Prebble	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted. The grant of retirement payments and similar benefits to non-executive directors are not in line with local market corporate governance standards.</i>				
5	Authorize Board to Fix Remuneration of the Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A qualified vote FOR this resolution is warranted. The company has provided reasonable disclosure to allow shareholders to understand the nature of non-audit fees. Whilst tax and other fees have been substantial in the past two financial years, the majority of the non-audit fees paid during FY24 are disclosed by the company to be in relation to tax compliance services.</i>				

Cirrus Logic, Inc.

Meeting Date: 07/26/2024

Country: USA

Ticker: CRUS

Record Date: 05/28/2024

Meeting Type: Annual

Primary Security ID: 172755100

Shares Voted: 187

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Alexander M. Davern	Mgmt	For	For	For

Cirrus Logic, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members David Tupman, Raghb Hussain and Catherine Lego for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director John M. Forsyth	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members David Tupman, Raghb Hussain and Catherine Lego for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Raghb Hussain	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members David Tupman, Raghb Hussain and Catherine Lego for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Duy-Loan Le	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members David Tupman, Raghb Hussain and Catherine Lego for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Catherine P. Lego	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members David Tupman, Raghb Hussain and Catherine Lego for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director William D. Mosley	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members David Tupman, Raghb Hussain and Catherine Lego for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director David J. Tupman	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members David Tupman, Raghb Hussain and Catherine Lego for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 7.94 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * A majority of equity awards to the CEO are not tied to performance-contingent pay elements; and * Excessive differentials between CEO pay and the pay of other named executive officers at the firm.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
5	Amend Certificate of Incorporation to Permit the Exculpation of Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i>				

Matterport, Inc.

Meeting Date: 07/26/2024

Country: USA

Ticker: MTTR

Record Date: 06/06/2024

Meeting Type: Special

Primary Security ID: 577096100

Shares Voted: 3,125

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Merger Agreement	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this transaction is warranted. The lack of additional offers following somewhat mitigates concerns regarding the limited market check. Moreover, the merger consideration represents a premium to the unaffected price, the balanced form of consideration provides liquidity, certainty of value, and continued participation in the upside potential of the combined company, and there is a potential downside risk to non-approval.</i>				
2	Advisory Vote on Golden Parachutes	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR This proposal is warranted. Cash severance is double trigger and no excise tax gross-ups are payable. In addition, unvested equity awards will only be accelerated upon a qualifying termination</i>				
3	Adjourn Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as the underlying transaction merits support.</i>				

DXC Technology Company

Meeting Date: 07/30/2024

Country: USA

Ticker: DXC

Record Date: 05/31/2024

Meeting Type: Annual

Primary Security ID: 23355L106

Shares Voted: 655

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director David A. Barnes	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Herzog, David Barnes, Pinkie Mayfield and Karl Racine is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Raul J. Fernandez	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Herzog, David Barnes, Pinkie Mayfield and Karl Racine is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Anthony Gonzalez	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Herzog, David Barnes, Pinkie Mayfield and Karl Racine is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director David L. Herzog	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Herzog, David Barnes, Pinkie Mayfield and Karl Racine is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Pinkie D. Mayfield	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Herzog, David Barnes, Pinkie Mayfield and Karl Racine is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

DXC Technology Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1f	Elect Director Karl Racine	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Herzog, David Barnes, Pinkie Mayfield and Karl Racine is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Dawn Rogers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Herzog, David Barnes, Pinkie Mayfield and Karl Racine is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Carrie W. Teffner	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Herzog, David Barnes, Pinkie Mayfield and Karl Racine is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Akihiko Washington	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Herzog, David Barnes, Pinkie Mayfield and Karl Racine is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Robert F. Woods	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Herzog, David Barnes, Pinkie Mayfield and Karl Racine is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.95 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				
4	Amend Non-Employee Director Restricted Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Although the estimated shareholder value transfer exceeds the Social Advisory Services Benchmark, the qualitative review of director compensation indicates that the company met most of the qualitative factors.</i>				

Linde Plc

Meeting Date: 07/30/2024

Country: Ireland

Ticker: LIN

Record Date: 04/26/2024

Meeting Type: Annual

Primary Security ID: G54950103

Shares Voted: 734

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Stephen F. Angel	Mgmt	For	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert (Bob) Wood, Hugh Grant, Josef (Joe) Kaeser, and Victoria Ossadnik is warranted for lack of diversity on the board. A vote AGAINST governance committee chair Josef (Joe) Kaeser is further warranted as he is considered to be ultimately responsible for omitting the climate lobbying shareholder proposal without a reasonable rationale. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Sanjiv Lamba	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert (Bob) Wood, Hugh Grant, Josef (Joe) Kaeser, and Victoria Ossadnik is warranted for lack of diversity on the board. A vote AGAINST governance committee chair Josef (Joe) Kaeser is further warranted as he is considered to be ultimately responsible for omitting the climate lobbying shareholder proposal without a reasonable rationale. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Ann-Kristin Achleitner	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert (Bob) Wood, Hugh Grant, Josef (Joe) Kaeser, and Victoria Ossadnik is warranted for lack of diversity on the board. A vote AGAINST governance committee chair Josef (Joe) Kaeser is further warranted as he is considered to be ultimately responsible for omitting the climate lobbying shareholder proposal without a reasonable rationale. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Thomas Enders	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert (Bob) Wood, Hugh Grant, Josef (Joe) Kaeser, and Victoria Ossadnik is warranted for lack of diversity on the board. A vote AGAINST governance committee chair Josef (Joe) Kaeser is further warranted as he is considered to be ultimately responsible for omitting the climate lobbying shareholder proposal without a reasonable rationale. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Hugh Grant	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert (Bob) Wood, Hugh Grant, Josef (Joe) Kaeser, and Victoria Ossadnik is warranted for lack of diversity on the board. A vote AGAINST governance committee chair Josef (Joe) Kaeser is further warranted as he is considered to be ultimately responsible for omitting the climate lobbying shareholder proposal without a reasonable rationale. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Joe Kaeser	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert (Bob) Wood, Hugh Grant, Josef (Joe) Kaeser, and Victoria Ossadnik is warranted for lack of diversity on the board. A vote AGAINST governance committee chair Josef (Joe) Kaeser is further warranted as he is considered to be ultimately responsible for omitting the climate lobbying shareholder proposal without a reasonable rationale. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Victoria E. Ossadnik	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert (Bob) Wood, Hugh Grant, Josef (Joe) Kaeser, and Victoria Ossadnik is warranted for lack of diversity on the board. A vote AGAINST governance committee chair Josef (Joe) Kaeser is further warranted as he is considered to be ultimately responsible for omitting the climate lobbying shareholder proposal without a reasonable rationale. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Paula Rosput Reynolds	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert (Bob) Wood, Hugh Grant, Josef (Joe) Kaeser, and Victoria Ossadnik is warranted for lack of diversity on the board. A vote AGAINST governance committee chair Josef (Joe) Kaeser is further warranted as he is considered to be ultimately responsible for omitting the climate lobbying shareholder proposal without a reasonable rationale. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Alberto Weisser	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert (Bob) Wood, Hugh Grant, Josef (Joe) Kaeser, and Victoria Ossadnik is warranted for lack of diversity on the board. A vote AGAINST governance committee chair Josef (Joe) Kaeser is further warranted as he is considered to be ultimately responsible for omitting the climate lobbying shareholder proposal without a reasonable rationale. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Robert L. Wood	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert (Bob) Wood, Hugh Grant, Josef (Joe) Kaeser, and Victoria Ossadnik is warranted for lack of diversity on the board. A vote AGAINST governance committee chair Josef (Joe) Kaeser is further warranted as he is considered to be ultimately responsible for omitting the climate lobbying shareholder proposal without a reasonable rationale. A vote FOR the remaining director nominees is warranted.</i>				

Linde Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2a	Ratify PricewaterhouseCoopers as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
2b	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because this is a routine item for companies incorporated in Ireland, and no significant concerns have been identified.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review. In addition, annual incentives were primarily determined by pre-set financial metrics, and half of the long-term incentives were targeted to be performance conditioned with PSUs measured over a multi-year period.</i>				
4	Determine Price Range for Reissuance of Treasury Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because this is a routine item for companies incorporated in Ireland, and no significant concerns have been identified.</i>				

Perficient, Inc.

Meeting Date: 07/30/2024 **Country:** USA **Ticker:** PRFT
Record Date: 06/21/2024 **Meeting Type:** Special
Primary Security ID: 71375U101

Shares Voted: 175

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Merger Agreement	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the reasonably thorough review of alternatives, the certainty of value from the all-cash consideration, and the implied premium. In addition, given the outperformance of PRFT shares relative to peers since the deal announcement, there is some downside risk of non-approval.</i>				
2	Advisory Vote on Golden Parachutes	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. While the majority of outstanding time-based equity awards is single trigger, cash severance is double trigger and of a reasonable basis, with no excise tax gross ups payable.</i>				
3	Adjourn Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted given that the underlying transaction warrants support.</i>				

Vodafone Group Plc

Meeting Date: 07/30/2024 **Country:** United Kingdom **Ticker:** VOD
Record Date: 07/26/2024 **Meeting Type:** Annual
Primary Security ID: G93882192

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>				
2	Re-elect Jean-Francois van Boxmeer as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Jean-Francois van Boxmeer, David Nish, Lord Stephen Carter, and Michel Demare is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
3	Re-elect Margherita Della Valle as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Jean-Francois van Boxmeer, David Nish, Lord Stephen Carter, and Michel Demare is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
4	Elect Luka Mucic as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Jean-Francois van Boxmeer, David Nish, Lord Stephen Carter, and Michel Demare is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
5	Re-elect Stephen Carter as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Jean-Francois van Boxmeer, David Nish, Lord Stephen Carter, and Michel Demare is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
6	Re-elect Michel Demare as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Jean-Francois van Boxmeer, David Nish, Lord Stephen Carter, and Michel Demare is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
7	Elect Hatem Dowidar as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Jean-Francois van Boxmeer, David Nish, Lord Stephen Carter, and Michel Demare is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
8	Re-elect Delphine Ernotte Cunci as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Jean-Francois van Boxmeer, David Nish, Lord Stephen Carter, and Michel Demare is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
9	Re-elect Deborah Kerr as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Jean-Francois van Boxmeer, David Nish, Lord Stephen Carter, and Michel Demare is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
10	Re-elect Maria Amparo Moraleda Martinez as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Jean-Francois van Boxmeer, David Nish, Lord Stephen Carter, and Michel Demare is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
11	Re-elect David Nish as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Jean-Francois van Boxmeer, David Nish, Lord Stephen Carter, and Michel Demare is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
12	Re-elect Christine Ramon as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Jean-Francois van Boxmeer, David Nish, Lord Stephen Carter, and Michel Demare is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
13	Re-elect Simon Segars as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Jean-Francois van Boxmeer, David Nish, Lord Stephen Carter, and Michel Demare is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
14	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
15	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted in absence of significant concerns.</i>				
16	Reappoint Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
17	Authorise the Audit and Risk Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
18	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
19	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
20	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
21	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				
22	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				

Vodafone Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
23	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For

Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.

Eastroc Beverage (Group) Co., Ltd.

Meeting Date: 07/31/2024 Country: China Ticker: 605499
 Record Date: 07/25/2024 Meeting Type: Special
 Primary Security ID: Y2234Q109

Shares Voted: 2,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve to Appoint Auditor	Mgmt	For	For	For

Voting Policy Rationale: A vote FOR is warranted because the company has provided a valid reason for the change of auditor.

McKesson Corporation

Meeting Date: 07/31/2024 Country: USA Ticker: MCK
 Record Date: 06/05/2024 Meeting Type: Annual
 Primary Security ID: 58155Q103

Shares Voted: 1,214

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Richard H. Carmona	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Donald (Don) Knauss, Webster Roy Dunbar, Maria Martinez and Kathleen Wilson-Thompson is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
1b	Elect Director Dominic J. Caruso	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Donald (Don) Knauss, Webster Roy Dunbar, Maria Martinez and Kathleen Wilson-Thompson is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
1c	Elect Director W. Roy Dunbar	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Donald (Don) Knauss, Webster Roy Dunbar, Maria Martinez and Kathleen Wilson-Thompson is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
1d	Elect Director Deborah Dunsire	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Donald (Don) Knauss, Webster Roy Dunbar, Maria Martinez and Kathleen Wilson-Thompson is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				

McKesson Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1e	Elect Director James H. Hinton	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Donald (Don) Knauss, Webster Roy Dunbar, Maria Martinez and Kathleen Wilson-Thompson is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
1f	Elect Director Donald R. Knauss	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Donald (Don) Knauss, Webster Roy Dunbar, Maria Martinez and Kathleen Wilson-Thompson is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
1g	Elect Director Bradley E. Lerman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Donald (Don) Knauss, Webster Roy Dunbar, Maria Martinez and Kathleen Wilson-Thompson is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
1h	Elect Director Maria N. Martinez	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Donald (Don) Knauss, Webster Roy Dunbar, Maria Martinez and Kathleen Wilson-Thompson is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
1i	Elect Director Kevin M. Ozan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Donald (Don) Knauss, Webster Roy Dunbar, Maria Martinez and Kathleen Wilson-Thompson is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
1j	Elect Director Brian S. Tyler	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Donald (Don) Knauss, Webster Roy Dunbar, Maria Martinez and Kathleen Wilson-Thompson is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
1k	Elect Director Kathleen Wilson-Thompson	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Donald (Don) Knauss, Webster Roy Dunbar, Maria Martinez and Kathleen Wilson-Thompson is warranted for lack of diversity on the board. Votes FOR the remaining nominees are warranted.</i>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review. The STI plan is primarily based on quantified pre-set goals, and a majority of equity awards are performance-based and measured over a multi-year performance period.</i>				
4	Amend Certificate of Incorporation to Provide for the Exculpation of Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i>				

McKesson Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Require Independent Board Chair	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted given the importance of having an independent chair of the board.</i></p>					
6	Report on Potential Risks and Costs of Restrictive Reproductive Healthcare Legislation	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted, as additional information on the potential risks and costs associated with proposed or enacted policies that restrict reproductive healthcare, would allow shareholders to assess how the company is managing such risks.</i></p>					

monday.com Ltd.

Meeting Date: 07/31/2024 **Country:** Israel **Ticker:** MNDY
Record Date: 06/21/2024 **Meeting Type:** Annual
Primary Security ID: M7S64H106

Shares Voted: 285

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Reelect Jeff Horing as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: As the company has provided sufficient information on these proposals and as there are no concerns with the board and its committees' structure and functioning, these items warrant a vote FOR.</i></p>					
1b	Reelect Avishai Abrahami as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: As the company has provided sufficient information on these proposals and as there are no concerns with the board and its committees' structure and functioning, these items warrant a vote FOR.</i></p>					
2	Reappoint Brightman, Almagor and Zohar as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal to ratify the audit firm and fix their remuneration is warranted.</i></p>					

Eagle Materials Inc.

Meeting Date: 08/01/2024 **Country:** USA **Ticker:** EXP
Record Date: 06/03/2024 **Meeting Type:** Annual
Primary Security ID: 26969P108

Shares Voted: 430

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Rick Beckwitt	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard (Rick) Beckwitt and Mauro Gregorio is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

Eagle Materials Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1b	Elect Director Mauro Gregorio	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard (Rick) Beckwitt and Mauro Gregorio is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Michael R. Haack	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard (Rick) Beckwitt and Mauro Gregorio is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review.</i>				
3	Amend Certificate of Incorporation to Allow the Exculpation of Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i>				
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				

Electronic Arts Inc.

Meeting Date: 08/01/2024 **Country:** USA **Ticker:** EA
Record Date: 06/06/2024 **Meeting Type:** Annual
Primary Security ID: 285512109

Shares Voted: 2,695

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Kofi A. Bruce	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Luis Ubiñas and Rachel Gonzalez is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Rachel A. Gonzalez	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Luis Ubiñas and Rachel Gonzalez is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Jeffrey T. Huber	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Luis Ubiñas and Rachel Gonzalez is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Talbott Roche	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Luis Ubiñas and Rachel Gonzalez is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Electronic Arts Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1e	Elect Director Richard A. Simonson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Luis Ubiñas and Rachel Gonzalez is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Luis A. Ubinas	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Luis Ubiñas and Rachel Gonzalez is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Heidi J. Ueberroth	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Luis Ubiñas and Rachel Gonzalez is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Andrew Wilson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Luis Ubiñas and Rachel Gonzalez is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				

Lightspeed Commerce Inc.

Meeting Date: 08/01/2024

Country: Canada

Ticker: LSPD

Record Date: 06/03/2024

Meeting Type: Annual

Primary Security ID: 53229C107

Shares Voted: 446

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Patrick Pichette	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Nathalie Gaveau and Dale Murray for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Dax Dasilva	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Nathalie Gaveau and Dale Murray for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Dale Murray	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Nathalie Gaveau and Dale Murray for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Lightspeed Commerce Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.4	Elect Director Manon Brouillette	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Nathalie Gaveau and Dale Murray for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.5	Elect Director Nathalie Gaveau	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Nathalie Gaveau and Dale Murray for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.6	Elect Director Paul McFeeters	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Nathalie Gaveau and Dale Murray for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.7	Elect Director Rob Williams	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Nathalie Gaveau and Dale Murray for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because less than one of the total audit fees paid to the auditor are attributable to non-audit fees.</i></p>					
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote FOR this non-binding advisory resolution at this time. The quantitative pay-for-performance screen has identified a high concern, driven by the company's relative degree of pay-and-performance alignment (RDA). The high RDA score is driven by the large option award to the now former CEO in 2022. For fiscal 2024, the reappointed founder/CEO did not receive any grants for annual long-term incentive compensation. He voluntarily assumed a base salary of \$1 to help facilitate the company's long term profitable growth strategy. Given the nominal compensation, the pay-for-performance concern level is low at this stage. In addition, the founder/CEO is a significant shareholder, and his long-term interests in the company seem to be in alignment with those of long-term shareholders. As such, a vote FOR the say-on-pay resolution is warranted.</i></p>					

Ryman Healthcare Limited

Meeting Date: 08/01/2024 **Country:** New Zealand **Ticker:** RYM
Record Date: 07/30/2024 **Meeting Type:** Annual
Primary Security ID: Q8203F106

Shares Voted: 3,135,290

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve PwC Auckland as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted because no corporate governance concerns have been identified.</i></p>					
2	Elect Kate Munnings as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Item 1 A qualified vote FOR the election of Independent Non-Executive Director Kate Munnings is warranted. The qualification is to highlight that she is a member of the People, Safety and Remuneration Committee and concerns regarding the company's remuneration disclosure practices have been identified. Item 2 A vote FOR the election of David Pitman is warranted. His presence supports the continued composition of a majority independent board, and there are no corporate governance concerns identified in relation to his candidacy as a director.</i></p>					

Ryman Healthcare Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Elect David Pitman as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Item 1 A qualified vote FOR the election of Independent Non-Executive Director Kate Munnings is warranted. The qualification is to highlight that she is a member of the People, Safety and Remuneration Committee and concerns regarding the company's remuneration disclosure practices have been identified. Item 2 A vote FOR the election of David Pitman is warranted. His presence supports the continued composition of a majority independent board, and there are no corporate governance concerns identified in relation to his candidacy as a director.</i></p>					

STERIS plc

Meeting Date: 08/01/2024 **Country:** Ireland **Ticker:** STE
Record Date: 06/03/2024 **Meeting Type:** Annual
Primary Security ID: G8473T100

Shares Voted: 1,487

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Esther M. Alegria	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mohsen Sohi, Esther Alegria, Richard Breeden and Cynthia Feldmann is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Richard C. Breeden	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mohsen Sohi, Esther Alegria, Richard Breeden and Cynthia Feldmann is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director Daniel A. Carestio	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mohsen Sohi, Esther Alegria, Richard Breeden and Cynthia Feldmann is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1d	Elect Director Cynthia L. Feldmann	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mohsen Sohi, Esther Alegria, Richard Breeden and Cynthia Feldmann is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1e	Elect Director Christopher S. Holland	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mohsen Sohi, Esther Alegria, Richard Breeden and Cynthia Feldmann is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1f	Elect Director Jacqueline B. Kosecoff	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mohsen Sohi, Esther Alegria, Richard Breeden and Cynthia Feldmann is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1g	Elect Director Paul E. Martin	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mohsen Sohi, Esther Alegria, Richard Breeden and Cynthia Feldmann is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1h	Elect Director Nirav R. Shah	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mohsen Sohi, Esther Alegria, Richard Breeden and Cynthia Feldmann is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Mohsen M. Sohi	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mohsen Sohi, Esther Alegria, Richard Breeden and Cynthia Feldmann is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Richard M. Steeves	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mohsen Sohi, Esther Alegria, Richard Breeden and Cynthia Feldmann is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 4.82 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Appoint Ernst & Young Chartered Accountants as Irish Statutory Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 4.82 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: Under the Irish Companies Act, the remuneration of the company's Irish statutory auditor must be fixed by the shareholders in a general meeting. Given that the most recent fees paid to the auditor are reasonable, a vote FOR this proposal is warranted.</i>				
5	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Annual incentives are primarily based on pre-set financial metrics and a majority of the long-term incentives are performance-conditioned.</i>				
6	Renew the Board's Authority to Issue Shares Under Irish Law	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as the proposed amounts and durations are within the recommended limits.</i>				
7	Renew the Board's Authority to Opt-Out of Statutory Pre-emption Rights Under Irish Law	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as the proposed amounts and durations are within the recommended limits.</i>				

Spectrum Brands Holdings, Inc.

Meeting Date: 08/06/2024

Country: USA

Ticker: SPB

Record Date: 06/17/2024

Meeting Type: Annual

Primary Security ID: 84790A105

Spectrum Brands Holdings, Inc.

Shares Voted: 196

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Sherianne James	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Terry Polistina, Sherianne James and Hugh Rovit is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Leslie L. Campbell	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Terry Polistina, Sherianne James and Hugh Rovit is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Joan Chow	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Terry Polistina, Sherianne James and Hugh Rovit is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Hugh R. Rovit	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Terry Polistina, Sherianne James and Hugh Rovit is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Gautam Patel	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Terry Polistina, Sherianne James and Hugh Rovit is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director David M. Maura	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Terry Polistina, Sherianne James and Hugh Rovit is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Terry L. Polistina	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Terry Polistina, Sherianne James and Hugh Rovit is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 4.76 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				

Albertsons Companies, Inc.

Meeting Date: 08/08/2024

Country: USA

Ticker: ACI

Record Date: 06/11/2024

Meeting Type: Annual

Primary Security ID: 013091103

Shares Voted: 2,234

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Sharon Allen	Mgmt	For	Against	Against

Albertsons Companies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sharon Allen, Allen Gibson, Alan Schumacher, and Mary Elizabeth West (Mary Beth) is warranted for lack of diversity on the board. A vote AGAINST Governance Committee chair Sharon Allen is further warranted given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the bylaws which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director James Donald	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sharon Allen, Allen Gibson, Alan Schumacher, and Mary Elizabeth West (Mary Beth) is warranted for lack of diversity on the board. A vote AGAINST Governance Committee chair Sharon Allen is further warranted given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the bylaws which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Kim Fennebresque	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sharon Allen, Allen Gibson, Alan Schumacher, and Mary Elizabeth West (Mary Beth) is warranted for lack of diversity on the board. A vote AGAINST Governance Committee chair Sharon Allen is further warranted given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the bylaws which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Chan Galbato	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sharon Allen, Allen Gibson, Alan Schumacher, and Mary Elizabeth West (Mary Beth) is warranted for lack of diversity on the board. A vote AGAINST Governance Committee chair Sharon Allen is further warranted given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the bylaws which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Allen Gibson	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sharon Allen, Allen Gibson, Alan Schumacher, and Mary Elizabeth West (Mary Beth) is warranted for lack of diversity on the board. A vote AGAINST Governance Committee chair Sharon Allen is further warranted given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the bylaws which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Lisa Gray	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sharon Allen, Allen Gibson, Alan Schumacher, and Mary Elizabeth West (Mary Beth) is warranted for lack of diversity on the board. A vote AGAINST Governance Committee chair Sharon Allen is further warranted given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the bylaws which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Sarah Mensah	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sharon Allen, Allen Gibson, Alan Schumacher, and Mary Elizabeth West (Mary Beth) is warranted for lack of diversity on the board. A vote AGAINST Governance Committee chair Sharon Allen is further warranted given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the bylaws which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Vivek Sankaran	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sharon Allen, Allen Gibson, Alan Schumacher, and Mary Elizabeth West (Mary Beth) is warranted for lack of diversity on the board. A vote AGAINST Governance Committee chair Sharon Allen is further warranted given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the bylaws which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				

Albertsons Companies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1i	Elect Director Alan Schumacher	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sharon Allen, Allen Gibson, Alan Schumacher, and Mary Elizabeth West (Mary Beth) is warranted for lack of diversity on the board. A vote AGAINST Governance Committee chair Sharon Allen is further warranted given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the bylaws which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Brian Kevin Turner	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sharon Allen, Allen Gibson, Alan Schumacher, and Mary Elizabeth West (Mary Beth) is warranted for lack of diversity on the board. A vote AGAINST Governance Committee chair Sharon Allen is further warranted given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the bylaws which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Mary Elizabeth West	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sharon Allen, Allen Gibson, Alan Schumacher, and Mary Elizabeth West (Mary Beth) is warranted for lack of diversity on the board. A vote AGAINST Governance Committee chair Sharon Allen is further warranted given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the bylaws which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 7.55 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				

Allegro MicroSystems, Inc.

Meeting Date: 08/08/2024 **Country:** USA **Ticker:** ALGM
Record Date: 06/12/2024 **Meeting Type:** Annual
Primary Security ID: 01749D105

Shares Voted: 415

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Katsumi Kawashima	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for governance committee member Joseph (Joe) Martin given the board's failure to remove, or subject to a sunset requirement, the classified board structure and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights. WITHHOLD votes are further warranted for incumbent nominating committee member Joseph (Joe) Martin for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Allegro MicroSystems, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director Joseph R. Martin	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for governance committee member Joseph (Joe) Martin given the board's failure to remove, or subject to a sunset requirement, the classified board structure and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights. WITHHOLD votes are further warranted for incumbent nominating committee member Joseph (Joe) Martin for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Vineet Nargolwala	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for governance committee member Joseph (Joe) Martin given the board's failure to remove, or subject to a sunset requirement, the classified board structure and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights. WITHHOLD votes are further warranted for incumbent nominating committee member Joseph (Joe) Martin for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Mary G. Puma	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for governance committee member Joseph (Joe) Martin given the board's failure to remove, or subject to a sunset requirement, the classified board structure and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights. WITHHOLD votes are further warranted for incumbent nominating committee member Joseph (Joe) Martin for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 8.67 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				

Commvault Systems, Inc.

Meeting Date: 08/08/2024 **Country:** USA **Ticker:** CVLT
Record Date: 06/13/2024 **Meeting Type:** Annual
Primary Security ID: 204166102

Shares Voted: 144

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Nicholas Adamo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Martha Bejar, Vivie (YY) Lee, Allison Pickens and A. Shane Sanders is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.2	Elect Director Martha H. Bejar	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Martha Bejar, Vivie (YY) Lee, Allison Pickens and A. Shane Sanders is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				

Commvault Systems, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Director Keith Geeslin	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Martha Bejar, Vivie (YY) Lee, Allison Pickens and A. Shane Sanders is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.4	Elect Director Vivie "YY" Lee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Martha Bejar, Vivie (YY) Lee, Allison Pickens and A. Shane Sanders is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.5	Elect Director Sanjay Mirchandani	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Martha Bejar, Vivie (YY) Lee, Allison Pickens and A. Shane Sanders is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.6	Elect Director Charles "Chuck" E. Moran	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Martha Bejar, Vivie (YY) Lee, Allison Pickens and A. Shane Sanders is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.7	Elect Director Allison Pickens	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Martha Bejar, Vivie (YY) Lee, Allison Pickens and A. Shane Sanders is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.8	Elect Director Shane Sanders	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Martha Bejar, Vivie (YY) Lee, Allison Pickens and A. Shane Sanders is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.9	Elect Director Arlen Shenkman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Martha Bejar, Vivie (YY) Lee, Allison Pickens and A. Shane Sanders is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the ratification of the company's auditor is warranted given that non-audit fees represent 32.47 percent of the total fees received by the auditor during the fiscal year, raising substantial doubts over the independence of the auditor.</i>				
4	Other Business	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted, as proposals which are detrimental to shareholder value may arise without shareholders having the opportunity to make a fully informed vote on the issue.</i>				

Investec Plc

Meeting Date: 08/08/2024

Country: United Kingdom

Ticker: INVP

Record Date: 08/06/2024

Meeting Type: Annual

Primary Security ID: G49188116

Shares Voted: 6,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Common Business: Investec plc and Investec Limited	Mgmt			
1	Re-elect Henrietta Baldock as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
2	Re-elect Philip Hourquebie as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
3	Re-elect Stephen Koseff as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
4	Re-elect Nicola Newton-King as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
5	Re-elect Jasandra Nyker as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
6	Re-elect Vanessa Olver as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
7	Re-elect Nishlan Samujh as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
8	Re-elect Brian Stevenson as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
9	Re-elect Fani Titi as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
10	Elect Diane Radley as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
11	Approve Remuneration Report including Implementation Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted in the absence of material concerns.</i>				
12	Approve Remuneration Policy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted, but is not without concern for shareholders: * The policy incorporates changes to the proportion of fixed and variable remuneration, in light of new regulations. While fixed pay is reduced, bonus and LTI awards as % of fixed pay are increased. * The Remuneration Committee has discretion to increase time pro-ratio on outstanding share awards in good leaver scenarios. The main reasons for support are: * The impact of the changes to total pay quantum is minimised. * The default treatment is for outstanding awards to be pro-rated to time served.</i>				
13	Authorise Ratification of Approved Resolutions	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted: * This is a routine legal formality in South Africa.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Ordinary Business: Investec Limited	Mgmt			
14	Present Financial Statements and Statutory Reports for the Year Ended 31 March 2024	Mgmt			
	<i>Voting Policy Rationale: No vote is required on this item. This is a non-voting item to present the annual financial statements and statutory reports.</i>				
15	Sanction the Interim Dividend on the Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted. No concerns have been identified.</i>				
16	Sanction the Interim Dividend on the Dividend Access (South African Resident) Redeemable Preference Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted. No concerns have been identified.</i>				
17	Approve Final Dividend on the Ordinary Shares and the Dividend Access (South African Resident) Redeemable Preference Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted. No concerns have been identified.</i>				
18	Reappoint PricewaterhouseCoopers Inc as Joint Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as no significant concerns have been identified.</i>				
19	Reappoint Deloitte & Touche as Joint Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as no significant concerns have been identified.</i>				
	Special Business: Investec Limited	Mgmt			
20	Place Unissued Variable Rate, Redeemable, Cumulative Preference Shares, Unissued Perpetual Preference Shares, Unissued Non-Redeemable Programme Preference Shares, and Unissued Redeemable Programme Preference Shares Under Control of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted: * The potential dilution that shareholders would face if these authorities are approved is considered acceptable.</i>				
21	Place Unissued Special Convertible Redeemable Preference Shares Under Control of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted: * The potential dilution that shareholders would face if these authorities are approved is considered acceptable.</i>				
22	Authorise Repurchase of Issued Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted: * General share buyback authorities are common agenda items at South African AGMs and no concerns have been identified.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
23	Authorise Repurchase of Any Redeemable, Non-Participating Preference Shares and Non-Redeemable, Non-Cumulative, Non-Participating Preference Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted: * General share buyback authorities are common agenda items at South African AGMs and no concerns have been identified.</i>				
24	Approve Financial Assistance to Subsidiaries and Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted: * This is a routine request, proposed as a result of the implementation of the Companies Act 2008.</i>				
25	Approve Non-executive Directors' Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted, but is not without concern for shareholders: * Certain additional NED fees are increased significantly. * The proposed fees include the potential for NEDs to receive fees for additional work committed to the Group. Large fees paid for such work may undermine NED independence. The main reasons for support are: * Similar proposals have been approved previously, and there is no evidence of the NEDs having provided consultancy work at a level which would potentially impact their independence in previous years. * The overall level and structure of NED fees do not appear excessive for a bank of this size.</i>				
	Ordinary Business: Investec plc	Mgmt			
26	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>				
27	Sanction the Interim Dividend on the Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted. No concerns have been identified.</i>				
28	Approve Final Dividend on the Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted. No concerns have been identified.</i>				
29	Appoint Deloitte LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as no significant concerns have been identified.</i>				
30	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 10.9 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
	Special Business: Investec plc	Mgmt			
31	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amounts and durations are within recommended limits.</i>				
32	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				

Investec Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
33	Authorise Market Purchase of Preference Shares	Mgmt	For	For	For

Voting Policy Rationale: A vote FOR this resolution is warranted because no material concerns have been identified.

John Bean Technologies Corporation

Meeting Date: 08/08/2024 **Country:** USA **Ticker:** JBT
Record Date: 06/18/2024 **Meeting Type:** Special
Primary Security ID: 477839104

Shares Voted: 420

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Issue Shares in Connection with Meger	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this transaction is warranted. While shares have declined since the definitive merger announcement, share prices remain directionally aligned with the broader index, and there has been no publicly disclosed shareholder opposition. Moreover, the strategic rationale for the transaction appears reasonable, expanding JBT's operations while providing cost savings, and the combination is expected to be earnings accretive.</i></p>					
2	Adjourn Meeting	Mgmt	For	For	For

Voting Policy Rationale: A vote FOR this proposal is warranted as the underlying merger merits support.

ATS Corporation

Meeting Date: 08/09/2024 **Country:** Canada **Ticker:** ATS
Record Date: 06/14/2024 **Meeting Type:** Annual
Primary Security ID: 00217Y104

Shares Voted: 1,351

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Dave W. Cummings	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members David McAusland, David (Dave) Cummings and Sharon Pel for lack of diversity on the board. Vote FOR the other proposed nominee(s).</i></p>					
1.2	Elect Director Joanne S. Ferstman	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members David McAusland, David (Dave) Cummings and Sharon Pel for lack of diversity on the board. Vote FOR the other proposed nominee(s).</i></p>					
1.3	Elect Director Andrew P. Hider	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members David McAusland, David (Dave) Cummings and Sharon Pel for lack of diversity on the board. Vote FOR the other proposed nominee(s).</i></p>					
1.4	Elect Director Kirsten Lange	Mgmt	For	For	For

Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members David McAusland, David (Dave) Cummings and Sharon Pel for lack of diversity on the board. Vote FOR the other proposed nominee(s).

ATS Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.5	Elect Director Michael E. Martino	Mgmt	For	For	For
<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members David McAusland, David (Dave) Cummings and Sharon Pel for lack of diversity on the board. Vote FOR the other proposed nominee(s).</i>					
1.6	Elect Director David L. McAusland	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members David McAusland, David (Dave) Cummings and Sharon Pel for lack of diversity on the board. Vote FOR the other proposed nominee(s).</i>					
1.7	Elect Director Sharon C. Pel	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members David McAusland, David (Dave) Cummings and Sharon Pel for lack of diversity on the board. Vote FOR the other proposed nominee(s).</i>					
1.8	Elect Director Philip B. Whitehead	Mgmt	For	For	For
<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members David McAusland, David (Dave) Cummings and Sharon Pel for lack of diversity on the board. Vote FOR the other proposed nominee(s).</i>					
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 48.32 percent of the total audit fees paid to the auditor are attributable to non-audit fees.</i>					
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For	For
<i>Voting Policy Rationale: Vote FOR this non-binding advisory resolution. The quantitative pay-for-performance screen has identified a high concern, driven by the company's multiple of peer group median (MOM), which was reduced to a medium after qualitative review.</i>					

LiveRamp Holdings, Inc.

Meeting Date: 08/13/2024 **Country:** USA **Ticker:** RAMP
Record Date: 06/18/2024 **Meeting Type:** Annual
Primary Security ID: 53815P108

Shares Voted: 142

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director John L. Battelle	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member John Battelle is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>					
1b	Elect Director Omar Tawakol	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member John Battelle is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>					
1c	Elect Director Debora B. Tomlin	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member John Battelle is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>					

LiveRamp Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Amend Omnibus Stock Plan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factors: * The plan cost is excessive; * The disclosure of change-in-control ("CIC") vesting treatment is incomplete (or is otherwise considered discretionary); and * The plan allows broad discretion to accelerate vesting.</i>				
3	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i>				
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned.</i>				
5	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 13.38 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Qorvo, Inc.

Meeting Date: 08/13/2024 **Country:** USA **Ticker:** QRVO
Record Date: 06/17/2024 **Meeting Type:** Annual
Primary Security ID: 74736K101

Shares Voted: 341

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Robert A. Bruggeworth	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Walden (Wally) Rhines, Judy Bruner, Roderick (Rod) Nelson and Susan Spradley is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Judy Bruner	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Walden (Wally) Rhines, Judy Bruner, Roderick (Rod) Nelson and Susan Spradley is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director John R. Harding	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Walden (Wally) Rhines, Judy Bruner, Roderick (Rod) Nelson and Susan Spradley is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director David H. Y. Ho	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Walden (Wally) Rhines, Judy Bruner, Roderick (Rod) Nelson and Susan Spradley is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Qorvo, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1e	Elect Director Roderick D. Nelson	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Walden (Wally) Rhines, Judy Bruner, Roderick (Rod) Nelson and Susan Spradley is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1f	Elect Director Walden C. Rhines	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Walden (Wally) Rhines, Judy Bruner, Roderick (Rod) Nelson and Susan Spradley is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1g	Elect Director Susan L. Spradley	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Walden (Wally) Rhines, Judy Bruner, Roderick (Rod) Nelson and Susan Spradley is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review. However, the LTIP appears to lack quantifiable performance targets, and performance is primarily measured over one-year rather than multi-year periods. Nevertheless, changes to the FY25 LTIP will introduce pre-set targets over three annual-performance periods for a new, financial metric. Further, annual incentives continue to be entirely determined by pre-set financial metrics and a majority of long-term incentives are performance conditioned.</i></p>					
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 4.29 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					

SK Square Co. Ltd.

Meeting Date: 08/14/2024 **Country:** South Korea **Ticker:** 402340
Record Date: 07/18/2024 **Meeting Type:** Special
Primary Security ID: Y8T6X4107

Shares Voted: 1,292

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Han Myung-jin as Inside Director/CEO	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the CEO candidate is warranted, as the candidate has been nominated through valid nomination process, the qualification of the candidate appears befitted, and the board's explanation for the nomination is deemed reasonable.</i></p>					

The J. M. Smucker Company

Meeting Date: 08/14/2024 **Country:** USA **Ticker:** SJM
Record Date: 06/17/2024 **Meeting Type:** Annual
Primary Security ID: 832696405

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Mercedes Abramo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1b	Elect Director Tarang Amin	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1c	Elect Director Susan Chapman-Hughes	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1d	Elect Director Jay Henderson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1e	Elect Director Jonathan Johnson, III	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1f	Elect Director Kirk Perry	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1g	Elect Director Alex Shumate	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director Mark Smucker	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1i	Elect Director Jodi Taylor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1j	Elect Director Dawn Willoughby	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the ratification of the company's auditor is warranted given that non-audit fees represent 25.65 percent of the total fees received by the auditor during the fiscal year, raising substantial doubts over the independence of the auditor.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as pay and performance are reasonably aligned for the year in review. Although the LTIP's forward-looking performance targets continue to be undisclosed, the majority of equity grants continue to be performance-based and measured over a three-year performance period, utilizing pre-set financial metrics.</i>				

Gree Electric Appliances, Inc. of Zhuhai

Meeting Date: 08/19/2024

Country: China

Ticker: 000651

Record Date: 08/13/2024

Meeting Type: Special

Primary Security ID: Y2882R102

Gree Electric Appliances, Inc. of Zhuhai

Shares Voted: 25,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve to Change the Usage of Partial Repurchased Shares and Cancellation and Reduction of the Company's Registered Capital	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because no concerns have been identified.</i>					
2	Approve the Phase 3 Employee Share Purchase Plan (Draft)	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted because the terms in the ESPP are deemed not in the best interest of shareholders.</i>					
3	Approve Authorization of the Board to Handle All Matters Related to Phase 3 Employee Share Purchase Plan	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted because the terms in the ESPP are deemed not in the best interest of shareholders.</i>					

Microchip Technology Incorporated

Meeting Date: 08/20/2024

Country: USA

Ticker: MCHP

Record Date: 06/21/2024

Meeting Type: Annual

Primary Security ID: 595017104

Shares Voted: 5,292

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Ellen L. Barker	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Rango and Karen Rapp is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1b	Elect Director Matthew W. Chapman	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Rango and Karen Rapp is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1c	Elect Director Karlton D. Johnson	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Rango and Karen Rapp is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1d	Elect Director Ganesh Moorthy	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Rango and Karen Rapp is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1e	Elect Director Robert A. Rango	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Rango and Karen Rapp is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

Microchip Technology Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1f	Elect Director Karen M. Rapp	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Rango and Karen Rapp is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Steve Sanghi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Rango and Karen Rapp is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Amend Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 11.28 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time. Annual incentives were predominantly based on pre-set objective metrics and paid out below target, reflecting financial performance. Equity awards were half performance-conditioned and based on a multi-year performance period, and the company disclosed forward-looking targets for PSUs beginning in FY24. Furthermore, the company reduced base salaries for the CEO and NEOs by 20 percent beginning in the final quarter of FY24.</i>				
5	Report on Due Diligence Efforts to Trace End-User Misuse of Company Products	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the requested report would improve the company's existing disclosure and could help the company more effectively manage associated risks to its business operations.</i>				

Prosus NV

Meeting Date: 08/21/2024 **Country:** Netherlands **Ticker:** PRX
Record Date: 07/24/2024 **Meeting Type:** Annual
Primary Security ID: N7163R103

Shares Voted: 16,318

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Annual Meeting Agenda	Mgmt			
	Receive Annual Report (Non-Voting)	Mgmt			
	<i>Voting Policy Rationale: No vote is required for this item.</i>				
2	Discussion on Company's Corporate Governance Structure	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Remuneration Report	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST is warranted because: * The quantum of total pay package remains high, particularly the vested value of LTI awards with a portion not subject to performance conditions. * The exit arrangement with former CEO Bob van Dijk is in deviation of market practice, particularly as his pay package continued for 6 months post-mandate under an advisory capacity, including STI and LTI. * The SAR plan is not sufficiently transparent and share options are not tied to separate performance conditions. * The quantum of the overall realized package for FY 2023/2024 is considered excessive (USD 19.9 million) and represents 12.8x lead executive peer median pay package. * A substantial part of the LTI awards vest before the third anniversary in deviation of best practice recommendations. * The quantum of discount linked short term incentive awarded is considered excessive. The CEO received a USD 3.4 million bonus for reducing the perceived valuation discount to NAV, but which appears to be mainly resolved by selling off Tencent shares and repurchasing company stock, without it necessarily being linked to company performance.</i></p>				
4	Adopt Financial Statements	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR is warranted because of the absence of concern with the company's audit procedures or its auditors.</i></p>				
5	Approve Allocation of Income	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR the allocation of income proposal is warranted. Although the company proposes to grant less than 30 percent of the earnings per share, the company gives adequate explanation why this is consistent with the company's dividend policy. Furthermore, the proposed capital repayments should be considered in the context of the company's updated capital return policy and no particular concerns were identified.</i></p>				
6	Approve Discharge of Executive Directors	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR the discharge of executive directors is warranted because of the absence of any information about significant and compelling controversies that the board is not fulfilling its fiduciary duties. A vote AGAINST the discharge of the non-executive directors is warranted as an accountability measures in light of the company's unequal voting structure. A vote FOR the discharge of executive directors is warranted because of the absence of any information about significant and compelling controversies that the board is not fulfilling its fiduciary duties. A vote AGAINST the discharge of the non-executive directors is warranted as an accountability measures in light of the company's unequal voting structure.</i></p>				
7	Approve Discharge of Non-Executive Directors	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote FOR the discharge of executive directors is warranted because of the absence of any information about significant and compelling controversies that the board is not fulfilling its fiduciary duties. A vote AGAINST the discharge of the non-executive directors is warranted as an accountability measures in light of the company's unequal voting structure. A vote FOR the discharge of executive directors is warranted because of the absence of any information about significant and compelling controversies that the board is not fulfilling its fiduciary duties. A vote AGAINST the discharge of the non-executive directors is warranted as an accountability measures in light of the company's unequal voting structure.</i></p>				
8	Approve Remuneration Policy	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST is warranted because: * The proposed policy remains largely unchanged and continued concern is raised with the design of the policy and the lack of responsiveness to address concerns raised by shareholders; * Although one of the amendments aims to remove discretion under the STI, the board continues to use its discretion under the LTI scheme (moonshot bonus of USD 100 million granted for incoming CEO). * It is proposed to remove the shareholding requirements for the CEO, without the company giving a compelling justification. * Continued concerns relate the (i) high quantum of the total pay package and considered to be excessive (total value of entire package for entire appointment term is valued at ca. USD 163 million), (ii) significant proportion of long-term incentives that are not performance-related, (iii) absence of clear award levels under the LTI, and (iv) a substantial portion of the LTI vests before the third anniversary and start vesting after the first anniversary of the grant.</i></p>				
9	Approve Remuneration of Non-Executive Directors	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A qualified vote FOR is warranted in the absence of major concerns regarding the proposed fees and the fees are not increased in this year. However, this is not without noting that the fees are relatively high.</i></p>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10	Elect Fabricio Bloisi to Executive Director and Chief Executive Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Hendrik du Toit, Craig Enenstein and Roberto Oliveira de Lima is warranted for lack of diversity on the board. A vote AGAINST Craig Enenstein is warranted because he serves as chair of the remuneration committee and carries main responsibility for the company's remuneration practices and decisions. Concerns are particularly raised regarding significant and continued concerns regarding remuneration related decisions that are considered to be egregious and the absence of compelling responsiveness to shareholder raised concerns at past AGMs A vote FOR the remaining director nominees is warranted.</i></p>				
11.1	Reelect Hendrik du Toit as Director	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Hendrik du Toit, Craig Enenstein and Roberto Oliveira de Lima is warranted for lack of diversity on the board. A vote AGAINST Craig Enenstein is warranted because he serves as chair of the remuneration committee and carries main responsibility for the company's remuneration practices and decisions. Concerns are particularly raised regarding significant and continued concerns regarding remuneration related decisions that are considered to be egregious and the absence of compelling responsiveness to shareholder raised concerns at past AGMs A vote FOR the remaining director nominees is warranted.</i></p>				
11.2	Reelect Craig Enenstein as Director	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Hendrik du Toit, Craig Enenstein and Roberto Oliveira de Lima is warranted for lack of diversity on the board. A vote AGAINST Craig Enenstein is warranted because he serves as chair of the remuneration committee and carries main responsibility for the company's remuneration practices and decisions. Concerns are particularly raised regarding significant and continued concerns regarding remuneration related decisions that are considered to be egregious and the absence of compelling responsiveness to shareholder raised concerns at past AGMs A vote FOR the remaining director nominees is warranted.</i></p>				
11.3	Reelect Angeliem Kemna as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Hendrik du Toit, Craig Enenstein and Roberto Oliveira de Lima is warranted for lack of diversity on the board. A vote AGAINST Craig Enenstein is warranted because he serves as chair of the remuneration committee and carries main responsibility for the company's remuneration practices and decisions. Concerns are particularly raised regarding significant and continued concerns regarding remuneration related decisions that are considered to be egregious and the absence of compelling responsiveness to shareholder raised concerns at past AGMs A vote FOR the remaining director nominees is warranted.</i></p>				
11.4	Reelect Nolo Letele as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Hendrik du Toit, Craig Enenstein and Roberto Oliveira de Lima is warranted for lack of diversity on the board. A vote AGAINST Craig Enenstein is warranted because he serves as chair of the remuneration committee and carries main responsibility for the company's remuneration practices and decisions. Concerns are particularly raised regarding significant and continued concerns regarding remuneration related decisions that are considered to be egregious and the absence of compelling responsiveness to shareholder raised concerns at past AGMs A vote FOR the remaining director nominees is warranted.</i></p>				
11.5	Reelect Roberto Oliveira de Lima as Director	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Hendrik du Toit, Craig Enenstein and Roberto Oliveira de Lima is warranted for lack of diversity on the board. A vote AGAINST Craig Enenstein is warranted because he serves as chair of the remuneration committee and carries main responsibility for the company's remuneration practices and decisions. Concerns are particularly raised regarding significant and continued concerns regarding remuneration related decisions that are considered to be egregious and the absence of compelling responsiveness to shareholder raised concerns at past AGMs A vote FOR the remaining director nominees is warranted.</i></p>				
12	Ratify Deloitte Accountants B.V. as Auditors	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i></p>				

Prosus NV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
13	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital and Restrict/Exclude Preemptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because it is in line with commonly used safeguards regarding volume and duration.</i>				
14	Authorize Repurchase of Shares	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because the proposal is not in line with commonly used safeguards regarding volume.</i>				
15	Approve Reduction in Share Capital Through Cancellation of Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the cancellation of shares is in shareholders' interests.</i>				
16	Discuss Voting Results	Mgmt			
	<i>Voting Policy Rationale: No vote is required for this item.</i>				
17	Close Meeting	Mgmt			
	<i>Voting Policy Rationale: No vote is required for this item.</i>				

Alibaba Group Holding Limited

Meeting Date: 08/22/2024 **Country:** Cayman Islands **Ticker:** 9988
Record Date: 07/02/2024 **Meeting Type:** Annual
Primary Security ID: G01719114

Shares Voted: 131,412

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Amend Memorandum and Articles of Association	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that the amendments are mainly proposed to align the company's Memorandum and Articles with the Hong Kong Listing Rules and the relevant requirements of applicable laws and regulations, and in the absence of any known issues concerning such amendments.</i>				
2	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted for the following: * The share issuance limit is 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has specified a discount limit which is 10 percent for issuance for cash and non-cash consideration.</i>				
3	Authorize Share Repurchase Program	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted given the absence of any known issues concerning the proposed share repurchase.</i>				
4.1	Approve Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that the terms of the proposed plan are reasonable.</i>				

Alibaba Group Holding Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.2	Approve Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted given that the terms of the proposed plan are reasonable.</i>				
5.1	Elect Director Joseph C. Tsai	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Yun Lien (Irene) Lee is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
5.2	Elect Director J. Michael Evans	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Yun Lien (Irene) Lee is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
5.3	Elect Director Weijian Shan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Yun Lien (Irene) Lee is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
5.4	Elect Director Irene Yun-Lien Lee	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Yun Lien (Irene) Lee is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
6	Ratify PricewaterhouseCoopers Zhong Tian LLP and PricewaterhouseCoopers as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 5.00 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Infratil Limited

Meeting Date: 08/22/2024 **Country:** New Zealand **Ticker:** IFT
Record Date: 08/20/2024 **Meeting Type:** Annual
Primary Security ID: Q4933Q124

Shares Voted: 7,900,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Paul Gough as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Item 1 A qualified vote FOR the re-election of Paul Gough is warranted because he is an independent non-executive director, and his presence supports the continued composition of a majority independent board. The qualification is to highlight that Mr Gough is a member of the remuneration committee, and corporate governance concerns persist regarding the company's external management structure and remuneration arrangements. Item 2 A vote FOR the re-election of Jason Boyes is warranted given his integral role at the company as CEO.</i>				
2	Elect Jason Boyes as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Item 1 A qualified vote FOR the re-election of Paul Gough is warranted because he is an independent non-executive director, and his presence supports the continued composition of a majority independent board. The qualification is to highlight that Mr Gough is a member of the remuneration committee, and corporate governance concerns persist regarding the company's external management structure and remuneration arrangements. Item 2 A vote FOR the re-election of Jason Boyes is warranted given his integral role at the company as CEO.</i>				

Infratil Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Payment of FY2023 Incentive Fee by Share Issue (2023 Scrip Option) to Morrison Infrastructure Management Limited	Mgmt	For	For	For
	<i>Voting Policy Rationale: A qualified vote FOR these resolutions is warranted. The qualification is to highlight corporate governance concerns for the significant management fees being paid and potential misalignment of interests of an external manager with the shareholders of the company.</i>				
4	Approve Payment of FY2024 Incentive Fee by Share Issue (2024 Scrip Option) to Morrison Infrastructure Management Limited	Mgmt	For	For	For
	<i>Voting Policy Rationale: A qualified vote FOR these resolutions is warranted. The qualification is to highlight corporate governance concerns for the significant management fees being paid and potential misalignment of interests of an external manager with the shareholders of the company.</i>				
5	Authorize Board to Fix Remuneration of the Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted given no material corporate governance concerns have been identified in relation to the fees paid to the auditor.</i>				

Xero Limited

Meeting Date: 08/22/2024 **Country:** New Zealand **Ticker:** XRO
Record Date: 08/20/2024 **Meeting Type:** Annual
Primary Security ID: Q98665104

Shares Voted: 105,115

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Authorize Board to Fix Remuneration of the Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
2	Elect Steven Aldrich as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Votes AGAINST incumbent nominees Steven Aldrich and Dale Murray are warranted for lack of diversity on the board.</i>				
3	Elect Dale Murray as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Votes AGAINST incumbent nominees Steven Aldrich and Dale Murray are warranted for lack of diversity on the board.</i>				
4	Approve Remuneration Report	Mgmt	None	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted at this time, given corporate governance concerns for problematic pay practices which are inconsistent with local market standards. Specifically, * Quantitative pay-for-performance analysis indicates a high degree of concern for misalignment of pay and performance and shareholder outcomes in FY24; * The combined LTE/LTI maximum opportunity for the CEO is well in excess of the median of the company's market cap and certain selected local market peers; * The LTE grant is subject solely to continued employment and there are no performance conditions; * The company does not put the CEO's LTE/LTI grant to a shareholder vote to allow consideration of performance conditions and approve the grant in line with local market standards; * There is continued poor and absent disclosure in the LTI and STI; and * The non-financial objectives of customer and employee NPS and employee engagement represent a substantial 30 percent of the STI, lacking target rigor and alignment with improve company financial performance and shareholder returns, and appear more in the nature of "day job" responsibilities.</i>				

China Merchants Expressway Network Technology Hlds Co., Ltd.

Meeting Date: 08/23/2024

Country: China

Ticker: 001965

Record Date: 08/16/2024

Meeting Type: Special

Primary Security ID: Y1504Y107

Shares Voted: 42,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Registration of Shelf Corporate Bonds and Authorization of the Board to Handle All Related Matters	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because the proposal serves to facilitate the company's business development and day-to-day operations.</i>				
2	Elect Liu Changsong as Non-independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the nominee is warranted given the absence of any known issues concerning the nominee.</i>				
3	Elect Li Feng as Supervisor	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR the nominee is warranted given the absence of any known issues concerning the nominee.</i>				
4	Amend Working System for Independent Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
5	Approve Purchase of Liability Insurance for Directors, Supervisors and Senior Management Members	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				

Dynatrace, Inc.

Meeting Date: 08/23/2024

Country: USA

Ticker: DT

Record Date: 06/28/2024

Meeting Type: Annual

Primary Security ID: 268150109

Shares Voted: 778

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Jill Ward	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Jill Ward and Kirsten Wolberg for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee members Jill Ward and Kirsten Wolberg given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights.</i>				
1b	Elect Director Kirsten O. Wolberg	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Jill Ward and Kirsten Wolberg for lack of diversity on the board. WITHHOLD votes are warranted for Governance Committee members Jill Ward and Kirsten Wolberg given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights.</i>				

Dynatrace, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST the ratification of the company's auditor is warranted given that non-audit fees represent 37.56 percent of the total fees received by the auditor during the fiscal year, raising substantial doubts over the independence of the auditor.</i></p>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i></p>					
4	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted. The company seeks to align its officer exculpation provisions with the recently amended Delaware statute and existing protections afforded to directors, providing protections to officers that would allow the company to attract and retain quality personnel without negatively impacting shareholder rights.</i></p>					

Oracle Corp Japan

Meeting Date: 08/23/2024 **Country:** Japan **Ticker:** 4716
Record Date: 05/31/2024 **Meeting Type:** Annual
Primary Security ID: J6165M109

Shares Voted: 1,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Misawa, Toshimitsu	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
1.2	Elect Director S. Krishna Kumar	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
1.3	Elect Director Garrett Ilg	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
1.4	Elect Director Vincent S. Grelli	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
1.5	Elect Director Kimberly Woolley	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
1.6	Elect Director Fujimori, Yoshiaki	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i></p>					
1.7	Elect Director John L. Hall	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * The board after this meeting will not be majority independent and this outside director nominee lacks independence.</i></p>					

Oracle Corp Japan

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.8	Elect Director Natsuno, Takeshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * In spite of concerns over the number of boards Takeshi Natsuno serves on, he attended 100 percent of the board meetings of Oracle Corp Japan held during the year under review.</i>				
1.9	Elect Director Kuroda, Yukiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Zangge Mining Co., Ltd.

Meeting Date: 08/26/2024 **Country:** China **Ticker:** 000408
Record Date: 08/20/2024 **Meeting Type:** Special
Primary Security ID: Y9885K117

Shares Voted: 14,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Interim Profit Distribution	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
2	Approve Application for Comprehensive Bank Credit Business and Provision of Guarantees	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
	APPROVE SHARE REPURCHASE PLAN	Mgmt			
3.1	Approve Share Repurchase Purpose	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because no concerns have been identified.</i>				
3.2	Approve Share Repurchase Meets Relevant Conditions	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because no concerns have been identified.</i>				
3.3	Approve Method and Price Range for Share Repurchase	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because no concerns have been identified.</i>				
3.4	Approve Type, Usage, Quantity, Proportion of the Company's Total Share Capital and Total Amount of Funds for Repurchased Shares	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because no concerns have been identified.</i>				
3.5	Approve Sources of Funds for Share Repurchase	SH	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because no concerns have been identified.</i>				

Zangge Mining Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.6	Approve Implementation Period for Share Repurchase	SH	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because no concerns have been identified.</i>					
3.7	Approve Specific Authorization for Handling the Share Repurchase	SH	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because no concerns have been identified.</i>					

Fortnox AB

Meeting Date: 08/27/2024	Country: Sweden	Ticker: FNOX
Record Date: 08/19/2024	Meeting Type: Extraordinary Shareholders	
Primary Security ID: W3841J233		

Shares Voted: 7,248

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Open Meeting	Mgmt			
<i>Voting Policy Rationale: These are routine meeting formalities.</i>					
2	Elect Chairman of Meeting	Mgmt	For	For	For
<i>Voting Policy Rationale: These are routine meeting formalities.</i>					
3	Prepare and Approve List of Shareholders	Mgmt	For	For	For
<i>Voting Policy Rationale: These are routine meeting formalities.</i>					
4	Approve Agenda of Meeting	Mgmt	For	For	For
<i>Voting Policy Rationale: These are routine meeting formalities.</i>					
5	Designate Inspector(s) of Minutes of Meeting	Mgmt	For	For	For
<i>Voting Policy Rationale: These are routine meeting formalities.</i>					
6	Acknowledge Proper Convening of Meeting	Mgmt	For	For	For
<i>Voting Policy Rationale: These are routine meeting formalities.</i>					
7	Determine Number of Members (6) and Deputy Members (0) of Board	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because of a lack of controversy concerning the size of the board.</i>					
8	Elect Cecilia Ardstrom as New Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR candidate Cecilia Ardstrom is warranted due to a lack of concern regarding the composition of the board or its committees.</i>					
9	Close Meeting	Mgmt			
<i>Voting Policy Rationale: This is a non-voting formality.</i>					

Fisher & Paykel Healthcare Corporation Limited

Meeting Date: 08/28/2024

Country: New Zealand

Ticker: FPH

Record Date: 08/26/2024

Meeting Type: Annual

Primary Security ID: Q38992105

Shares Voted: 2,562,820

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Michael Daniell as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Item 1 A qualified vote FOR the re-election of non-executive director Michael Daniell is warranted. The qualification is to highlight that he is a member of the combined remuneration and nomination committee and some concerns regarding the company's remuneration disclosure practices have been identified. Item 2 A vote AGAINST the re-election of Graham McLean is warranted due to overboarding concerns.</i></p>				
2	Elect Graham McLean as Director	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: Item 1 A qualified vote FOR the re-election of non-executive director Michael Daniell is warranted. The qualification is to highlight that he is a member of the combined remuneration and nomination committee and some concerns regarding the company's remuneration disclosure practices have been identified. Item 2 A vote AGAINST the re-election of Graham McLean is warranted due to overboarding concerns.</i></p>				
3	Authorize Board to Fix Remuneration of the Auditors	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted because no corporate governance concerns have been identified in relation to the fees paid to the auditor.</i></p>				
4	Approve Issuance of Performance Share Rights to Lewis Gradon	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted. The three-year performance period, performance hurdles, and vesting conditions (measured as outperformance of the company's gross TSR against the Dow Jones US Select Medical Equipment Index) are consistent with improved shareholder interests.</i></p>				
5	Approve Issuance of Options to Lewis Gradon	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted. Vesting conditions are sufficiently demanding and incorporate an uplift in the exercise price for the company's cost of capital. The benefit to the managing director from the options is sufficiently aligned with improved shareholder returns.</i></p>				

Nippon Prologis REIT, Inc.

Meeting Date: 08/28/2024

Country: Japan

Ticker: 3283

Record Date: 05/31/2024

Meeting Type: Special

Primary Security ID: J5528H104

Shares Voted: 11

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Amend Articles to Disclose Unitholder Meeting Materials on Internet	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns resulting from the change to the articles.</i></p>				

Nippon Prologis REIT, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Elect Executive Director Yamaguchi, Satoshi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3	Elect Alternate Executive Director Saeki, Kenji	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
4.1	Elect Supervisory Director Hamaoka, Yoichiro	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
4.2	Elect Supervisory Director Tazaki, Mami	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
4.3	Elect Supervisory Director Oku, Kuninori	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Kornit Digital Ltd.

Meeting Date: 08/29/2024 **Country:** Israel **Ticker:** KRNT
Record Date: 07/23/2024 **Meeting Type:** Annual
Primary Security ID: M6372Q113

Shares Voted: 1,136

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Reelect Yuval Cohen as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted, as there are no issues with the nominees.</i>					
1b	Reelect Stephen Nigro as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted, as there are no issues with the nominees.</i>					
1c	Reelect Ronen Samuel as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted, as there are no issues with the nominees.</i>					
2	Reappoint Kost Forer Gabbay & Kasierer as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal to ratify the audit firm and fix their remuneration is warranted.</i>					

VIA Technologies, Inc.

Meeting Date: 08/29/2024 **Country:** Taiwan **Ticker:** 2388
Record Date: 07/30/2024 **Meeting Type:** Special
Primary Security ID: Y9363G109

Shares Voted: 2,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Issuance of Shares by Cash Capital Increase for Sponsoring GDR Issuance	Mgmt	For	For	For

Voting Policy Rationale: A vote FOR is warranted because the company has well demonstrated its needs for funds.

3D Systems Corporation

Meeting Date: 08/30/2024 Country: USA Ticker: DDD
 Record Date: 07/02/2024 Meeting Type: Annual
 Primary Security ID: 88554D205

Shares Voted: 3,350

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Malissia R. Clinton	Mgmt	For	Against	Against

Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Malissia Clinton, Claudia Drayton, Thomas Erickson and Jim Kever is warranted for lack of diversity on the board. A vote AGAINST Claudia Drayton and Kevin Moore is warranted given the persistence of material weaknesses in the company's internal controls in consecutive years. A vote AGAINST Vasant Padmanabhan is warranted for failing to attend at least 75 percent of his total board and committee meetings held during the fiscal year under review without disclosing the reason for the absences. A vote FOR the remaining director nominees is warranted.

1.2	Elect Director Claudia N. Drayton	Mgmt	For	Against	Against
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Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Malissia Clinton, Claudia Drayton, Thomas Erickson and Jim Kever is warranted for lack of diversity on the board. A vote AGAINST Claudia Drayton and Kevin Moore is warranted given the persistence of material weaknesses in the company's internal controls in consecutive years. A vote AGAINST Vasant Padmanabhan is warranted for failing to attend at least 75 percent of his total board and committee meetings held during the fiscal year under review without disclosing the reason for the absences. A vote FOR the remaining director nominees is warranted.

1.3	Elect Director Thomas W. Erickson	Mgmt	For	Against	Against
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Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Malissia Clinton, Claudia Drayton, Thomas Erickson and Jim Kever is warranted for lack of diversity on the board. A vote AGAINST Claudia Drayton and Kevin Moore is warranted given the persistence of material weaknesses in the company's internal controls in consecutive years. A vote AGAINST Vasant Padmanabhan is warranted for failing to attend at least 75 percent of his total board and committee meetings held during the fiscal year under review without disclosing the reason for the absences. A vote FOR the remaining director nominees is warranted.

1.4	Elect Director Jeffrey A. Graves	Mgmt	For	For	For
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Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Malissia Clinton, Claudia Drayton, Thomas Erickson and Jim Kever is warranted for lack of diversity on the board. A vote AGAINST Claudia Drayton and Kevin Moore is warranted given the persistence of material weaknesses in the company's internal controls in consecutive years. A vote AGAINST Vasant Padmanabhan is warranted for failing to attend at least 75 percent of his total board and committee meetings held during the fiscal year under review without disclosing the reason for the absences. A vote FOR the remaining director nominees is warranted.

3D Systems Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.5	Elect Director Jim D. Kever	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Malissia Clinton, Claudia Drayton, Thomas Erickson and Jim Kever is warranted for lack of diversity on the board. A vote AGAINST Claudia Drayton and Kevin Moore is warranted given the persistence of material weaknesses in the company's internal controls in consecutive years. A vote AGAINST Vasant Padmanabhan is warranted for failing to attend at least 75 percent of his total board and committee meetings held during the fiscal year under review without disclosing the reason for the absences. A vote FOR the remaining director nominees is warranted.</i></p>				
1.6	Elect Director Charles G. McClure, Jr.	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Malissia Clinton, Claudia Drayton, Thomas Erickson and Jim Kever is warranted for lack of diversity on the board. A vote AGAINST Claudia Drayton and Kevin Moore is warranted given the persistence of material weaknesses in the company's internal controls in consecutive years. A vote AGAINST Vasant Padmanabhan is warranted for failing to attend at least 75 percent of his total board and committee meetings held during the fiscal year under review without disclosing the reason for the absences. A vote FOR the remaining director nominees is warranted.</i></p>				
1.7	Elect Director Kevin S. Moore	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Malissia Clinton, Claudia Drayton, Thomas Erickson and Jim Kever is warranted for lack of diversity on the board. A vote AGAINST Claudia Drayton and Kevin Moore is warranted given the persistence of material weaknesses in the company's internal controls in consecutive years. A vote AGAINST Vasant Padmanabhan is warranted for failing to attend at least 75 percent of his total board and committee meetings held during the fiscal year under review without disclosing the reason for the absences. A vote FOR the remaining director nominees is warranted.</i></p>				
1.8	Elect Director Vasant Padmanabhan	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Malissia Clinton, Claudia Drayton, Thomas Erickson and Jim Kever is warranted for lack of diversity on the board. A vote AGAINST Claudia Drayton and Kevin Moore is warranted given the persistence of material weaknesses in the company's internal controls in consecutive years. A vote AGAINST Vasant Padmanabhan is warranted for failing to attend at least 75 percent of his total board and committee meetings held during the fiscal year under review without disclosing the reason for the absences. A vote FOR the remaining director nominees is warranted.</i></p>				
1.9	Elect Director John J. Tracy	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Malissia Clinton, Claudia Drayton, Thomas Erickson and Jim Kever is warranted for lack of diversity on the board. A vote AGAINST Claudia Drayton and Kevin Moore is warranted given the persistence of material weaknesses in the company's internal controls in consecutive years. A vote AGAINST Vasant Padmanabhan is warranted for failing to attend at least 75 percent of his total board and committee meetings held during the fiscal year under review without disclosing the reason for the absences. A vote FOR the remaining director nominees is warranted.</i></p>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as mitigating factors for the pay-for-performance misalignment have been identified for the year in review. The CEO's annual incentive was entirely determined by objective metrics with reasonably rigorous targets, and NEOs did not receive payouts as a result of below-threshold performance. In addition, half of long-term incentives were performance conditioned, PSUs are measured over a multi-year period, and forward-looking performance targets are disclosed.</i></p>				
3	Amend Omnibus Stock Plan	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factor(s): * The plan cost is excessive * The three-year average burn rate is excessive * The plan permits liberal recycling of shares * The plan allows broad discretion to accelerate vesting</i></p>				
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this proposal to ratify the auditor is warranted.</i></p>				

Alibaba Health Information Technology Limited

Meeting Date: 08/30/2024

Country: Bermuda

Ticker: 241

Record Date: 08/26/2024

Meeting Type: Annual

Primary Security ID: G0171K101

Shares Voted: 166,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR this resolution is warranted.</i>				
2a	Elect Xu Haipeng as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted.</i>				
2b	Elect Huang Yi Fei (Vanessa) as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted.</i>				
2c	Elect Shao Rong as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted.</i>				
2d	Elect Wu May Yihong as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted.</i>				
3	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: Director fees at Hong Kong-listed companies are usually reasonable. In the absence of known concerns over director remuneration at the company, a vote FOR this proposal is warranted.</i>				
4	Approve Ernst & Young as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the audit firm, its remuneration, and the way the audit was conducted.</i>				
5	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST these resolutions is warranted for the following: * The aggregate share issuance limit is greater than 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has not specified the discount limit for issuance for cash and non-cash consideration.</i>				
6	Authorize Repurchase of Issued Share Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted given the absence of any known issues concerning the proposed share repurchase.</i>				
7	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST these resolutions is warranted for the following: * The aggregate share issuance limit is greater than 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has not specified the discount limit for issuance for cash and non-cash consideration.</i>				

Alibaba Health Information Technology Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8a	Adopt 2024 Share Award Scheme	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST these resolutions is warranted because: * The company could be considered a mature company, and the limit under the proposed 2024 SAS, together with other share incentive schemes of the company, exceeds 5 percent of the company's issued capital. * The 2024 SAS lacks challenging performance criteria and meaningful vesting periods. * The directors eligible to receive options and/or awards under the 2024 SAS are involved in the administration of the proposed scheme.</i></p>					
8b	Adopt Scheme Mandate Limit	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST these resolutions is warranted because: * The company could be considered a mature company, and the limit under the proposed 2024 SAS, together with other share incentive schemes of the company, exceeds 5 percent of the company's issued capital. * The 2024 SAS lacks challenging performance criteria and meaningful vesting periods. * The directors eligible to receive options and/or awards under the 2024 SAS are involved in the administration of the proposed scheme.</i></p>					
8c	Service Provider Sublimit	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST these resolutions is warranted because: * The company could be considered a mature company, and the limit under the proposed 2024 SAS, together with other share incentive schemes of the company, exceeds 5 percent of the company's issued capital. * The 2024 SAS lacks challenging performance criteria and meaningful vesting periods. * The directors eligible to receive options and/or awards under the 2024 SAS are involved in the administration of the proposed scheme.</i></p>					
9	Approve Termination of 2014 Share Award Scheme	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST these resolutions is warranted because: * The company could be considered a mature company, and the limit under the proposed 2024 SAS, together with other share incentive schemes of the company, exceeds 5 percent of the company's issued capital. * The 2024 SAS lacks challenging performance criteria and meaningful vesting periods. * The directors eligible to receive options and/or awards under the 2024 SAS are involved in the administration of the proposed scheme.</i></p>					
10	Amend Bye-Laws	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted given that the amendments are mainly proposed to reflect changes in the Hong Kong Listing Rules and are made on the basis of the company's actual circumstances, and in the absence of any known issues concerning such changes.</i></p>					

Mesa Laboratories, Inc.

Meeting Date: 08/30/2024 **Country:** USA **Ticker:** MLAB
Record Date: 07/09/2024 **Meeting Type:** Annual
Primary Security ID: 59064R109

Shares Voted: 39

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Jennifer S. Alltoft	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Jennifer (Jenny) Alltoft and Shannon Hall for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.2	Elect Director Shiraz S. Ladiwala	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Jennifer (Jenny) Alltoft and Shannon Hall for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

Mesa Laboratories, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Director Shannon M. Hall	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Jennifer (Jenny) Alltoft and Shannon Hall for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director R. Tony Tripeny	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Jennifer (Jenny) Alltoft and Shannon Hall for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Gary M. Owens	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Jennifer (Jenny) Alltoft and Shannon Hall for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director John J. Sullivan	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Jennifer (Jenny) Alltoft and Shannon Hall for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Mark C. Capone	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Jennifer (Jenny) Alltoft and Shannon Hall for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify RSM US LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * A majority of equity awards to the CEO are not tied to performance-contingent pay elements; * High CEO pay relative to company performance compared to the company's peers; * The company has not disclosed any short- and long-term E&S performance incentives; and * The company maintains an auto-accelerated equity vesting change-in-control provision.</i>				

DS Smith Plc

Meeting Date: 09/03/2024

Country: United Kingdom

Ticker: SMDS

Record Date: 09/01/2024

Meeting Type: Annual

Primary Security ID: G2848Q123

Shares Voted: 4,354

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

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Re-elect Geoff Drabble as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Geoffrey (Geoff) Drabble, Miles Roberts, David Robbie, Celia Baxter, Alan Johnson, Alina Kessel, and Eric Olsen is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
5	Re-elect Miles Roberts as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Geoffrey (Geoff) Drabble, Miles Roberts, David Robbie, Celia Baxter, Alan Johnson, Alina Kessel, and Eric Olsen is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
6	Re-elect Richard Pike as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Geoffrey (Geoff) Drabble, Miles Roberts, David Robbie, Celia Baxter, Alan Johnson, Alina Kessel, and Eric Olsen is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
7	Elect Tessa Bamford as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Geoffrey (Geoff) Drabble, Miles Roberts, David Robbie, Celia Baxter, Alan Johnson, Alina Kessel, and Eric Olsen is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
8	Re-elect Celia Baxter as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Geoffrey (Geoff) Drabble, Miles Roberts, David Robbie, Celia Baxter, Alan Johnson, Alina Kessel, and Eric Olsen is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
9	Re-elect Alan Johnson as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Geoffrey (Geoff) Drabble, Miles Roberts, David Robbie, Celia Baxter, Alan Johnson, Alina Kessel, and Eric Olsen is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
10	Re-elect Alina Kessel as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Geoffrey (Geoff) Drabble, Miles Roberts, David Robbie, Celia Baxter, Alan Johnson, Alina Kessel, and Eric Olsen is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
11	Re-elect Eric Olsen as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Geoffrey (Geoff) Drabble, Miles Roberts, David Robbie, Celia Baxter, Alan Johnson, Alina Kessel, and Eric Olsen is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
12	Re-elect David Robbie as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Geoffrey (Geoff) Drabble, Miles Roberts, David Robbie, Celia Baxter, Alan Johnson, Alina Kessel, and Eric Olsen is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
13	Reappoint Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as no significant concerns have been identified.</i>				
14	Authorise The Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				

DS Smith Plc

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

Ashtead Group Plc

Meeting Date: 09/04/2024 **Country:** United Kingdom **Ticker:** AHT
Record Date: 09/02/2024 **Meeting Type:** Annual
Primary Security ID: G05320109

Shares Voted: 5,819

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>				
2	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the remuneration report is considered warranted, although it is not without concerns for shareholders: * Shareholders may reasonably question whether the significant increase in LTIP award opportunity for FY2025 has been met by a commensurate increase in the stretch of performance targets. * The bonus opportunities for both EDs are being materially increased for FY2025, primarily driven by benchmarking. * The NED fee levels have been increased at a rate above the workforce's average increase, and no explanation has been provided by the Company in the meeting materials. The main reasons for support are: * Concerns with the LTIP are reflected in the vote recommendation attributed to the remuneration policy resolution. * The increased bonus maximums continue to fall within the approved policy limit. * The resulting NED fee levels are not considered out of line with Company peers.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Remuneration Policy	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the proposed remuneration policy is considered warranted: * The Company is proposing to significantly increase the PSU opportunity under the LTIP, in addition to introducing new RSU awards, primarily in order to offer higher pay packages to US-based Executives. The proposed changes to remuneration represent a significant deviation from UK market practice and a fundamental shift from the current framework. While the Company's rationale for some level of increases for its US-based executives are partly acknowledged, the extent of the proposed changes is considered excessive.</i>				
4	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
5	Re-elect Paul Walker as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Paul Walker, Angus Cockburn, Jillian (Jill) Easterbrook, Tanya Fratto, Renata Ribeiro and Lucinda Riches is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
6	Re-elect Brendan Horgan as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Paul Walker, Angus Cockburn, Jillian (Jill) Easterbrook, Tanya Fratto, Renata Ribeiro and Lucinda Riches is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
7	Re-elect Michael Pratt as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Paul Walker, Angus Cockburn, Jillian (Jill) Easterbrook, Tanya Fratto, Renata Ribeiro and Lucinda Riches is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
8	Re-elect Angus Cockburn as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Paul Walker, Angus Cockburn, Jillian (Jill) Easterbrook, Tanya Fratto, Renata Ribeiro and Lucinda Riches is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
9	Re-elect Lucinda Riches as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Paul Walker, Angus Cockburn, Jillian (Jill) Easterbrook, Tanya Fratto, Renata Ribeiro and Lucinda Riches is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
10	Re-elect Tanya Fratto as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Paul Walker, Angus Cockburn, Jillian (Jill) Easterbrook, Tanya Fratto, Renata Ribeiro and Lucinda Riches is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
11	Re-elect Jill Easterbrook as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Paul Walker, Angus Cockburn, Jillian (Jill) Easterbrook, Tanya Fratto, Renata Ribeiro and Lucinda Riches is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
12	Re-elect Renata Ribeiro as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Paul Walker, Angus Cockburn, Jillian (Jill) Easterbrook, Tanya Fratto, Renata Ribeiro and Lucinda Riches is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Ashtead Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
13	Elect Roy Twite as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Paul Walker, Angus Cockburn, Jillian (Jill) Easterbrook, Tanya Fratto, Renata Ribeiro and Lucinda Riches is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
14	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 6.1 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
15	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 6.1 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
16	Amend Long-Term Incentive Plan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this item is considered warranted: * Under its LTIP, the Company is increasing the PSU opportunity in addition to introducing new RSU awards, in order to offer significantly increased pay packages to US-based Executives. The proposed changes to remuneration represent a significant deviation from UK market practice and a fundamental shift from the current framework. While the Company's rationale for some level of increases for its US-based executives is acknowledged, the extent of the proposed changes is considered excessive even in the light of the Company's rationale and its stated comparisons.</i>				
17	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
18	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
19	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
20	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				
21	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>				

DiaSorin SpA

Meeting Date: 09/04/2024

Record Date: 08/26/2024

Primary Security ID: T3475Y104

Country: Italy

Meeting Type: Extraordinary Shareholders

Ticker: DIA

Shares Voted: 165

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Ordinary Business Approve Ernst & Young SpA as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
<i>Voting Policy Rationale: This item warrants a vote FOR because the company has provided full disclosure on this proposal, and no concerns have been identified.</i>					
1.1	Extraordinary Business Amend Company Bylaws Re: Articles 8 and 9	Mgmt	For	Against	Against
<i>Voting Policy Rationale: This item warrants a vote AGAINST as the proposed amendments may harm shareholder rights.</i>					
1.2	Amend Company Bylaws Re: Articles 1 and 13	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because the company has applied good disclosure practice, and the proposed amendments do not raise major concerns.</i>					

Prologis Property Mexico SA de CV

Meeting Date: 09/04/2024

Country: Mexico

Ticker: FIBRAPL14

Record Date: 08/27/2024

Meeting Type: Special

Primary Security ID: P4559M101

Shares Voted: 33,937

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Meeting for Holders of REITs - ISIN MXCFFI170008 Extraordinary Business Amend Trust Agreement, Global Certificate and Transaction Documents Re: Distributions in Kind	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because: * The company has provided the full text of the proposed trust agreement amendments; and * The proposal would provide management with greater flexibility to carry out in-kind distributions, which could be made quarterly instead of only once a year.</i>					
	Ordinary Business	Mgmt			

Prologis Property Mexico SA de CV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Multi-value Program for Issuance of Real Estate Trust Certificates (CBFIs) and Long-Term Trust Certificates (Cebures) to be Issued by Trustee as Recurring Issuer; Approve Issuance of Additional CBFIs and/or Cebures to be Used in Offers	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this item is warranted because: * The company has not disclosed all the key terms of the proposed shelf registration program, including how the proceeds would be used, which prevents international institutional shareholders from making an informed voting decision; and * The equity portion of the program represents approximately 200 percent of the company's outstanding CBFIs.</i></p>					
3	Receive Report from Administrator on Triggering of Incentive Fee During Incentive Fee Period Which Concluded on June 4, 2024	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these items is warranted because: * The company has provided sufficient disclosure regarding the proposals; * The proposed issuance of CBFIs represents a reasonable 0.67-percent of the company's outstanding CBFIs; * The company's external independent auditor has validated the incentive fee calculation, which appears to mitigate potential concerns; and * The CBFIs to be distributed as the incentive fee carry a six-month lock-up period.</i></p>					
4	Approve Issuance of Additional Real Estate Trust Certificates in Order to Carry out Payment of Incentive Fee	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these items is warranted because: * The company has provided sufficient disclosure regarding the proposals; * The proposed issuance of CBFIs represents a reasonable 0.67-percent of the company's outstanding CBFIs; * The company's external independent auditor has validated the incentive fee calculation, which appears to mitigate potential concerns; and * The CBFIs to be distributed as the incentive fee carry a six-month lock-up period.</i></p>					
5	Ordinary and Extraordinary Business Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this closing formality is warranted because: * Approval of this item grants management authority to approve only items that have been approved by shareholders; and * Opposing this item could impact management's ability to execute on bona fide items that have been approved by shareholders.</i></p>					

Elekta AB

Meeting Date: 09/05/2024 **Country:** Sweden **Ticker:** EKTA.B
Record Date: 08/28/2024 **Meeting Type:** Annual
Primary Security ID: W2479G107

Shares Voted: 2,773

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Open Meeting	Mgmt			
<p><i>Voting Policy Rationale: These are routine meeting formalities.</i></p>					
2	Elect Chairman of Meeting	Mgmt	For	For	For
<p><i>Voting Policy Rationale: These are routine meeting formalities.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Prepare and Approve List of Shareholders	Mgmt			
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
4	Approve Agenda of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
5	Designate Inspector(s) of Minutes of Meeting	Mgmt			
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
6	Acknowledge Proper Convening of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
7	Receive Financial Statements and Statutory Reports	Mgmt			
	<i>Voting Policy Rationale: This is a routine, non-voting item.</i>				
8	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the approval of the annual accounts is warranted due to a lack of concern regarding the accounts presented or audit procedures used.</i>				
9	Approve Allocation of Income and Dividends of SEK 2.40 Per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted because the proposed dividend is in line with the company's dividend policy.</i>				
10.1	Approve Discharge of Board Member and Chair Laurent Leksell	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or the CEO have not fulfilled their fiduciary duties.</i>				
10.2	Approve Discharge of Board Member Caroline Leksell Cooke	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or the CEO have not fulfilled their fiduciary duties.</i>				
10.3	Approve Discharge of Board Member Tomas Eliasson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or the CEO have not fulfilled their fiduciary duties.</i>				
10.4	Approve Discharge of Board Member Volker Wetekam	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or the CEO have not fulfilled their fiduciary duties.</i>				
10.5	Approve Discharge of Board Member Wolfgang Reim	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or the CEO have not fulfilled their fiduciary duties.</i>				
10.6	Approve Discharge of Board Member Jan Secher	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or the CEO have not fulfilled their fiduciary duties.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10.7	Approve Discharge of Board Member Birgitta Stymne Goransson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or the CEO have not fulfilled their fiduciary duties.</i>				
10.8	Approve Discharge of Board Member Cecilia Wikstrom	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or the CEO have not fulfilled their fiduciary duties.</i>				
10.9	Approve Discharge of Board Member Kelly Londy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or the CEO have not fulfilled their fiduciary duties.</i>				
10.10	Approve Discharge of President and CEO Gustaf Salford	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or the CEO have not fulfilled their fiduciary duties.</i>				
11.1	Determine Number of Members (9) of Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because of a lack of controversy concerning the size of the board.</i>				
11.2	Determine Number Deputy Members (0) of Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because of a lack of controversy concerning the size of the board.</i>				
12.1	Approve Remuneration of Directors in the Aggregate Amount of SEK 8.4 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration proposal is warranted because of a lack of concern regarding the proposed fees.</i>				
12.2	Approve Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
13.1	Reelect Laurent Leksell as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Laurent Leksell is warranted for lack of diversity on the board. A vote AGAINST candidates Caroline Leksell Cooke and Jan Secher (Items 13.3 and 13.5) is warranted due to their non-independent status on the audit committee with insufficient level of overall independence. A vote AGAINST candidates Laurent Leksell and Wolfgang Reim (Items 13.1 and 13.4) is warranted due to their non-independent status on the remuneration committee with insufficient level of overall independence. A vote FOR the remaining director nominees is warranted.</i>				
13.2	Reelect Tomas Eliasson as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Laurent Leksell is warranted for lack of diversity on the board. A vote AGAINST candidates Caroline Leksell Cooke and Jan Secher (Items 13.3 and 13.5) is warranted due to their non-independent status on the audit committee with insufficient level of overall independence. A vote AGAINST candidates Laurent Leksell and Wolfgang Reim (Items 13.1 and 13.4) is warranted due to their non-independent status on the remuneration committee with insufficient level of overall independence. A vote FOR the remaining director nominees is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
13.3	Reelect Caroline Leksell as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Laurent Leksell is warranted for lack of diversity on the board. A vote AGAINST candidates Caroline Leksell Cooke and Jan Secher (Items 13.3 and 13.5) is warranted due to their non-independent status on the audit committee with insufficient level of overall independence. A vote AGAINST candidates Laurent Leksell and Wolfgang Reim (Items 13.1 and 13.4) is warranted due to their non-independent status on the remuneration committee with insufficient level of overall independence. A vote FOR the remaining director nominees is warranted.</i></p>					
13.4	Reelect Wolfgang Reim as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Laurent Leksell is warranted for lack of diversity on the board. A vote AGAINST candidates Caroline Leksell Cooke and Jan Secher (Items 13.3 and 13.5) is warranted due to their non-independent status on the audit committee with insufficient level of overall independence. A vote AGAINST candidates Laurent Leksell and Wolfgang Reim (Items 13.1 and 13.4) is warranted due to their non-independent status on the remuneration committee with insufficient level of overall independence. A vote FOR the remaining director nominees is warranted.</i></p>					
13.5	Reelect Jan Secher as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Laurent Leksell is warranted for lack of diversity on the board. A vote AGAINST candidates Caroline Leksell Cooke and Jan Secher (Items 13.3 and 13.5) is warranted due to their non-independent status on the audit committee with insufficient level of overall independence. A vote AGAINST candidates Laurent Leksell and Wolfgang Reim (Items 13.1 and 13.4) is warranted due to their non-independent status on the remuneration committee with insufficient level of overall independence. A vote FOR the remaining director nominees is warranted.</i></p>					
13.6	Reelect Volker Wetekam as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Laurent Leksell is warranted for lack of diversity on the board. A vote AGAINST candidates Caroline Leksell Cooke and Jan Secher (Items 13.3 and 13.5) is warranted due to their non-independent status on the audit committee with insufficient level of overall independence. A vote AGAINST candidates Laurent Leksell and Wolfgang Reim (Items 13.1 and 13.4) is warranted due to their non-independent status on the remuneration committee with insufficient level of overall independence. A vote FOR the remaining director nominees is warranted.</i></p>					
13.7	Reelect Cecilia Wikstrom as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Laurent Leksell is warranted for lack of diversity on the board. A vote AGAINST candidates Caroline Leksell Cooke and Jan Secher (Items 13.3 and 13.5) is warranted due to their non-independent status on the audit committee with insufficient level of overall independence. A vote AGAINST candidates Laurent Leksell and Wolfgang Reim (Items 13.1 and 13.4) is warranted due to their non-independent status on the remuneration committee with insufficient level of overall independence. A vote FOR the remaining director nominees is warranted.</i></p>					
13.8	Elect Ann Costello as New Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Laurent Leksell is warranted for lack of diversity on the board. A vote AGAINST candidates Caroline Leksell Cooke and Jan Secher (Items 13.3 and 13.5) is warranted due to their non-independent status on the audit committee with insufficient level of overall independence. A vote AGAINST candidates Laurent Leksell and Wolfgang Reim (Items 13.1 and 13.4) is warranted due to their non-independent status on the remuneration committee with insufficient level of overall independence. A vote FOR the remaining director nominees is warranted.</i></p>					
13.9	Elect Jan Kimpen as New Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Laurent Leksell is warranted for lack of diversity on the board. A vote AGAINST candidates Caroline Leksell Cooke and Jan Secher (Items 13.3 and 13.5) is warranted due to their non-independent status on the audit committee with insufficient level of overall independence. A vote AGAINST candidates Laurent Leksell and Wolfgang Reim (Items 13.1 and 13.4) is warranted due to their non-independent status on the remuneration committee with insufficient level of overall independence. A vote FOR the remaining director nominees is warranted.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
13.10	Reelect Laurent Leksell as Board Chair	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this item is warranted as the election of this candidate is not supported in the election to the board of directors (refer to the analysis above).</i>				
14	Ratify Ernst & Young as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
15	Approve Nomination Committee Procedures	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the approval of the procedure for the appointment of a nominating committee is warranted due to the local market practice of including non-board members in the nominating committee.</i>				
16	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed remuneration report is well described and does not contravene good European executive remuneration practice.</i>				
17	Approve Remuneration Policy And Other Terms of Employment For Executive Management	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed remuneration policy is well described and does not contravene good European executive remuneration practice. Concerns are noted regarding the capped discretionary mandate and potentially excessive severance arrangements.</i>				
18.a	Approve Performance Share Plan 2024	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted as the proposed plan is largely aligned with Swedish executive compensation market practices.</i>				
18.b	Approve Equity Plan Financing	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted as the proposed decision would fund an equity remuneration plan that does not raise concerns.</i>				
19	Approve Equity Plan Financing of 2022, 2023 and 2024 Performance Share Plans	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted as the proposed decision would fund an equity remuneration plan that does not raise concerns.</i>				
20.a	Authorize Share Repurchase Program	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal to repurchase company shares is warranted, despite the lack of a disclosed volume limit, because: * There are acceptable limits on holding and duration; and * There is no evidence of past abuse of repurchase authorities.</i>				
20.b	Authorize Reissuance of Repurchased Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal to repurchase company shares is warranted, despite the lack of a disclosed volume limit, because: * There are acceptable limits on holding and duration; and * There is no evidence of past abuse of repurchase authorities.</i>				
21	Authorize Contribution in Order to Establish Philanthropic Foundation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as donations of this size are best left at the discretion of the board and management.</i>				
22	Close Meeting	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting formality.</i>				

RBC Bearings Incorporated

Meeting Date: 09/05/2024

Country: USA

Ticker: RBC

Record Date: 07/09/2024

Meeting Type: Annual

Primary Security ID: 75524B104

Shares Voted: 349

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Richard R. Crowell	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Steven Kaplan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Amir Faghri	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Steven Kaplan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Steven H. Kaplan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Steven Kaplan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Amend Certificate of Incorporation to Eliminate the Personal Liability of Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i>				
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Following last year's low say-on-pay vote, the compensation committee engaged with investors, disclosed their specific feedback, and took action to address shareholders' expressed concerns. Although some concern is noted regarding an overlapping metric in the STI and continued use of relatively short-term vesting in the LTI program, pay and performance were reasonably aligned for the year in review.</i>				

Silk Road Medical, Inc.

Meeting Date: 09/05/2024

Country: USA

Ticker: SILK

Record Date: 07/22/2024

Meeting Type: Special

Primary Security ID: 82710M100

Shares Voted: 856

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Merger Agreement	Mgmt	For	For	For

Silk Road Medical, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: A vote FOR this transaction is warranted. Although the offer represents a discount to the stock's one-year high, the unaffected price appears to be a more appropriate anchor for value than the stock's historical trade range, and there has been no public opposition to the proposed deal terms. Further, the value of the merger consideration represents a premium to the unaffected price, the cash form of consideration provides liquidity and certainty of value, and there is potential downside risk of non-approval.</i>				
2	Advisory Vote on Golden Parachutes	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposal is warranted. Although equity awards will accelerate upon merger completion, performance equity will be earned based on actual performance, and cash severance is double trigger and reasonably based. In addition, no excise tax gross-ups are payable.</i>				
3	Adjourn Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the underlying transaction (Item 1) merits support.</i>				

BANK POLSKA KASA OPIEKI SA

Meeting Date: 09/06/2024 **Country:** Poland **Ticker:** PEO
Record Date: 08/21/2024 **Meeting Type:** Special
Primary Security ID: X0R77T117

Shares Voted: 5,747

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Management Proposals	Mgmt			
1	Open Meeting	Mgmt			
	<i>Voting Policy Rationale: Votes FOR Items 2 and 4 are warranted because these are routine meeting formalities. Items 1 and 3 are non-voting.</i>				
2	Elect Meeting Chairman	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR Items 2 and 4 are warranted because these are routine meeting formalities. Items 1 and 3 are non-voting.</i>				
3	Acknowledge Proper Convening of Meeting	Mgmt			
	<i>Voting Policy Rationale: Votes FOR Items 2 and 4 are warranted because these are routine meeting formalities. Items 1 and 3 are non-voting.</i>				
4	Approve Agenda of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR Items 2 and 4 are warranted because these are routine meeting formalities. Items 1 and 3 are non-voting.</i>				
	Shareholder Proposals	Mgmt			
5.1	Recall Supervisory Board Member	SH	None	Against	Against
	<i>Voting Policy Rationale: Votes AGAINST the shareholder proposals are warranted because the proponent has failed to disclose the names of the directors to be recalled, the names of the nominees to be elected, and a compelling rationale.</i>				
5.2	Elect Supervisory Board Member	SH	None	Against	Against
	<i>Voting Policy Rationale: Votes AGAINST the shareholder proposals are warranted because the proponent has failed to disclose the names of the directors to be recalled, the names of the nominees to be elected, and a compelling rationale.</i>				
	Management Proposal	Mgmt			

BANK POLSKA KASA OPIEKI SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Approve Collective Suitability of Supervisory Board Members	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted as the names of the candidates to the supervisory board are not disclosed.</i>					
7	Shareholder Proposal Approve Decision on Covering Costs of Convocation of EGM	Mgmt SH	None	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this item is warranted.</i>					
8	Management Proposal Close Meeting	Mgmt			
<i>Voting Policy Rationale: This is a non-voting item.</i>					

Berkeley Group Holdings Plc

Meeting Date: 09/06/2024 **Country:** United Kingdom **Ticker:** BKG
Record Date: 09/04/2024 **Meeting Type:** Annual
Primary Security ID: G1191G153

Shares Voted: 7,967

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>					
2	Approve Remuneration Report	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted, although it is not without concern: * The structure of the pay model is atypical, with no annual bonus plan in operation and instead consisting of a one-off option grant and a restricted share plan, which do not carry specific performance criteria. The potential quantum of the one-off options remains a concern. The main reasons for support are: * There have been no fresh grants or vesting of the share options; * No salary increases have been granted to Executive Directors for next year; and * With regard to pay and performance alignment, the Company's long-term RoE leads the sector.</i>					
3	Re-elect Michael Dobson as Director	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael Dobson, Rachel Downey, Natasha Adams, William Jackson, and Andrew (Andy) Kemp is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>					
4	Re-elect Rachel Downey as Director	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael Dobson, Rachel Downey, Natasha Adams, William Jackson, and Andrew (Andy) Kemp is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>					
5	Re-elect Rob Perrins as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael Dobson, Rachel Downey, Natasha Adams, William Jackson, and Andrew (Andy) Kemp is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>					

Berkeley Group Holdings Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Re-elect Richard Stearn as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael Dobson, Rachel Downey, Natasha Adams, William Jackson, and Andrew (Andy) Kemp is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
7	Re-elect Andy Kemp as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael Dobson, Rachel Downey, Natasha Adams, William Jackson, and Andrew (Andy) Kemp is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
8	Re-elect Natasha Adams as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael Dobson, Rachel Downey, Natasha Adams, William Jackson, and Andrew (Andy) Kemp is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
9	Re-elect William Jackson as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael Dobson, Rachel Downey, Natasha Adams, William Jackson, and Andrew (Andy) Kemp is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
10	Re-elect Elizabeth Adekunle as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael Dobson, Rachel Downey, Natasha Adams, William Jackson, and Andrew (Andy) Kemp is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
11	Re-elect Sarah Sands as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael Dobson, Rachel Downey, Natasha Adams, William Jackson, and Andrew (Andy) Kemp is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
12	Reappoint KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 5.9 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
13	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 5.9 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
14	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
15	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
16	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				

Berkeley Group Holdings Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
17	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>					
18	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>					
19	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>					
20	Approve Special Dividend and Share Consolidation	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposal is considered to be in shareholders' interests as decreasing the number of shares and thus increasing the market price per share improves the shares' marketability and liquidity, and ultimately expands the shareholder base.</i>					

Deckers Outdoor Corporation

Meeting Date: 09/09/2024 **Country:** USA **Ticker:** DECK
Record Date: 07/11/2024 **Meeting Type:** Annual
Primary Security ID: 243537107

Shares Voted: 95

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Michael F. Devine, III	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nelson Chan, Cynthia (Cindy) Davis, Lauri Shanahan, and Bonita Stewart is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1b	Elect Director David A. Burwick	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nelson Chan, Cynthia (Cindy) Davis, Lauri Shanahan, and Bonita Stewart is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1c	Elect Director Stefano Caroti	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nelson Chan, Cynthia (Cindy) Davis, Lauri Shanahan, and Bonita Stewart is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1d	Elect Director Nelson C. Chan	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nelson Chan, Cynthia (Cindy) Davis, Lauri Shanahan, and Bonita Stewart is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

Deckers Outdoor Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1e	Elect Director Cynthia (Cindy) L. Davis	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nelson Chan, Cynthia (Cindy) Davis, Lauri Shanahan, and Bonita Stewart is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Juan R. Figuereo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nelson Chan, Cynthia (Cindy) Davis, Lauri Shanahan, and Bonita Stewart is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Maha S. Ibrahim	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nelson Chan, Cynthia (Cindy) Davis, Lauri Shanahan, and Bonita Stewart is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Victor Luis	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nelson Chan, Cynthia (Cindy) Davis, Lauri Shanahan, and Bonita Stewart is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Dave Powers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nelson Chan, Cynthia (Cindy) Davis, Lauri Shanahan, and Bonita Stewart is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Lauri M. Shanahan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nelson Chan, Cynthia (Cindy) Davis, Lauri Shanahan, and Bonita Stewart is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Bonita C. Stewart	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Nelson Chan, Cynthia (Cindy) Davis, Lauri Shanahan, and Bonita Stewart is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned. The LTIP's forward-looking and closing-cycle performance targets continue to be undisclosed and are measured annually rather than over multiple years. Nevertheless, equity grants continue to be majority performance-conditioned and both the LTIP and the STIP are based primarily on financial metrics.</i>				
4	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that: * The purchase price is reasonable; * The number of shares reserved is reasonable; and * The offer period is within the prescribed limits under Section 423 of the Internal Revenue Code.</i>				
5	Approve Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				

Deckers Outdoor Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Approve Stock Split	Mgmt	For	For	For

Voting Policy Rationale: A vote FOR this proposal is warranted, as the six-for-one split of the common stock, with a proportionate increase in the number of authorized common shares, is expected to make the shares more affordable to retail investors and increase liquidity in the trading of the common shares.

Ningbo Sanxing Medical Electric Co., Ltd.

Meeting Date: 09/09/2024 **Country:** China **Ticker:** 601567
Record Date: 09/03/2024 **Meeting Type:** Special
Primary Security ID: Y6298G105

Shares Voted: 11,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	ELECT NON-INDEPENDENT DIRECTOR VIA CUMULATIVE VOTING Elect Lyu Meng as Director	Mgmt SH	For	For	For

Voting Policy Rationale: A vote FOR the nominee is warranted given the absence of any known issues concerning the nominee.

Gen Digital Inc.

Meeting Date: 09/10/2024 **Country:** USA **Ticker:** GEN
Record Date: 07/15/2024 **Meeting Type:** Annual
Primary Security ID: 668771108

Shares Voted: 36,681

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Susan P. Barsamian	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>				
1b	Elect Director Pavel Baudis	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>				
1c	Elect Director Eric K. Brandt	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>				
1d	Elect Director Frank E. Dangeard	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>				
1e	Elect Director Nora M. Denzel	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>				

Gen Digital Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1f	Elect Director Peter A. Feld	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>				
1g	Elect Director Emily Heath	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>				
1h	Elect Director Vincent Pilette	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>				
1i	Elect Director Sherrese M. Smith	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>				
1j	Elect Director Ondrej Vlcek	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted at this time.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time. Though concerns exist regarding the lack of disclosure of specific targets and results in the annual incentive program, equity awards were majority performance-conditioned and based on metrics with forward-looking targets measured over multi-year performance periods.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				

NIKE, Inc.

Meeting Date: 09/10/2024 **Country:** USA **Ticker:** NKE
Record Date: 07/10/2024 **Meeting Type:** Annual
Primary Security ID: 654106103

Shares Voted: 9,706

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Cathleen Benko	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes from governance committee member John Rogers Jr. in light of the multi-class capital structure with disparate voting rights that is not subject to a reasonable time-based sunset. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director John Rogers, Jr.	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes from governance committee member John Rogers Jr. in light of the multi-class capital structure with disparate voting rights that is not subject to a reasonable time-based sunset. A vote FOR the remaining director nominees is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1c	Elect Director Robert Swan	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes from governance committee member John Rogers Jr. in light of the multi-class capital structure with disparate voting rights that is not subject to a reasonable time-based sunset. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted as a majority of equity awards to the CEO are not tied to performance-contingent pay elements. In addition, the pay to the CEO is high relative to company performance and compared to the company's peers.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 6.76 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Report on Median Gender/Racial Pay Gaps	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as median pay gap statistics across race and gender would allow shareholders to compare and measure the progress of the company's diversity and inclusion initiatives.</i>				
5	Report on Effectiveness of Supply Chain Management on Equity Goals and Human Rights Commitments	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as additional information regarding the processes the company uses to assess human rights impacts in its operations and supply chain would allow shareholders to better gauge how well the company is managing human rights related risks.</i>				
6	Report on the Impact of Work-Driven Responsibility Principles and Supporting Binding Agreements in Sourcing from High-Risk Countries	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as shareholders would benefit from a review of the effectiveness of the company's human rights policy in high-risk areas and the potential impacts of implementing worker-driven social responsibility principles in order to better assess whether the company is sufficiently managing associated risks and opportunities. Such a report would allow the company the opportunity to evaluate and manage related operational risks that have the potential to negatively affect shareholder value.</i>				
7	Report on Environmental Targets	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the company missed and restated many of its FY20 targets without adequate discussion of how the company's management and oversight of its sustainability targets would change in the future to avoid such a situation.</i>				
8	Report on Congruency of Voluntary Partnerships with Company's Fiduciary Duties	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted, as the company provides sufficient disclosure on the business-relevant aims of its various partnerships.</i>				

Sectra AB

Meeting Date: 09/10/2024

Country: Sweden

Ticker: SECT.B

Record Date: 09/02/2024

Meeting Type: Annual

Primary Security ID: W8T80J868

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Open Meeting	Mgmt			
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
2	Elect Chairman of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
3	Prepare and Approve List of Shareholders	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
4	Approve Agenda of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
5.a	Designate Patrik Jonsson as Inspector of Minutes of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
5.b	Designate Robert Forchheimer as Inspector of Minutes of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
6	Acknowledge Proper Convening of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
7	Receive Financial Statements and Statutory Reports	Mgmt			
	<i>Voting Policy Rationale: This is a routine, non-voting item.</i>				
8	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the approval of the annual accounts is warranted due to a lack of concern regarding the accounts presented or audit procedures used.</i>				
9	Approve Allocation of Income and Omission of Dividends	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the omission of dividend is warranted because the board instead proposes a redemption procedure as set out in Item 17.</i>				
10.a	Approve Discharge of Anders Persson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or the CEO have not fulfilled their fiduciary duties.</i>				
10.b	Approve Discharge of Torbjorn Kronander	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or the CEO have not fulfilled their fiduciary duties.</i>				
10.c	Approve Discharge of Tomas Puusepp	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or the CEO have not fulfilled their fiduciary duties.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10.d	Approve Discharge of Birgitta Hagenfeldt	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or the CEO have not fulfilled their fiduciary duties.</i>				
10.e	Approve Discharge of Jan-Olof Bruer	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or the CEO have not fulfilled their fiduciary duties.</i>				
10.f	Approve Discharge of Fredrik Robertsson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or the CEO have not fulfilled their fiduciary duties.</i>				
10.g	Approve Discharge of Ulrika Unell	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or the CEO have not fulfilled their fiduciary duties.</i>				
10.h	Approve Discharge of Torbjorn Kronander	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or the CEO have not fulfilled their fiduciary duties.</i>				
10.i	Approve Discharge of Andreas Orneus	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or the CEO have not fulfilled their fiduciary duties.</i>				
10.j	Approve Discharge of Pontus Svard	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or the CEO have not fulfilled their fiduciary duties.</i>				
10.k	Approve Discharge of Bengt Hellman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or the CEO have not fulfilled their fiduciary duties.</i>				
10.l	Approve Discharge of Ellinor Bankvall	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted as there is no evidence that the board directors or the CEO have not fulfilled their fiduciary duties.</i>				
11.a	Determine Number of Members (7) and Deputy Members (2) of Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because of a lack of controversy concerning the size of the board.</i>				
11.b	Determine Number of Auditors (1) and Deputy Auditors (0)	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because of a lack of controversy concerning the number of auditors.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
12.a	Approve Remuneration of Directors in the Amount of SEK 660,000 for Chairman, and SEK 330,000 for Other Directors; Approve Remuneration for Committee Work	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration proposal is warranted because of a lack of concern regarding the proposed fees.</i>				
12.b	Approve Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
13.a	Reelect Anders Persson as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Jan-Olof Bruer and Torbjorn Kronander is warranted for lack of diversity on the board. A vote AGAINST candidates Anders Persson and Jan-Olof Bruer is warranted due to their non-independent status on the audit committee with insufficient level of overall independence. A vote FOR the remaining director nominees is warranted.</i>				
13.b	Reelect Torbjorn Kronander as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Jan-Olof Bruer and Torbjorn Kronander is warranted for lack of diversity on the board. A vote AGAINST candidates Anders Persson and Jan-Olof Bruer is warranted due to their non-independent status on the audit committee with insufficient level of overall independence. A vote FOR the remaining director nominees is warranted.</i>				
13.c	Reelect Tomas Puusepp as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Jan-Olof Bruer and Torbjorn Kronander is warranted for lack of diversity on the board. A vote AGAINST candidates Anders Persson and Jan-Olof Bruer is warranted due to their non-independent status on the audit committee with insufficient level of overall independence. A vote FOR the remaining director nominees is warranted.</i>				
13.d	Reelect Birgitta Hagenfeldt as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Jan-Olof Bruer and Torbjorn Kronander is warranted for lack of diversity on the board. A vote AGAINST candidates Anders Persson and Jan-Olof Bruer is warranted due to their non-independent status on the audit committee with insufficient level of overall independence. A vote FOR the remaining director nominees is warranted.</i>				
13.e	Reelect Jan-Olof Bruer as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Jan-Olof Bruer and Torbjorn Kronander is warranted for lack of diversity on the board. A vote AGAINST candidates Anders Persson and Jan-Olof Bruer is warranted due to their non-independent status on the audit committee with insufficient level of overall independence. A vote FOR the remaining director nominees is warranted.</i>				
13.f	Reelect Fredrik Robertsson as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Jan-Olof Bruer and Torbjorn Kronander is warranted for lack of diversity on the board. A vote AGAINST candidates Anders Persson and Jan-Olof Bruer is warranted due to their non-independent status on the audit committee with insufficient level of overall independence. A vote FOR the remaining director nominees is warranted.</i>				
13.g	Reelect Ulrika Unell as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Jan-Olof Bruer and Torbjorn Kronander is warranted for lack of diversity on the board. A vote AGAINST candidates Anders Persson and Jan-Olof Bruer is warranted due to their non-independent status on the audit committee with insufficient level of overall independence. A vote FOR the remaining director nominees is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
13.h	Elect Michael Bruer as Deputy Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted.</i>				
13.i	Elect Joel Kronander as Deputy Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these proposals is warranted.</i>				
14	Reelect Jan-Olof Bruer as Board Chair	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this item is warranted because the election of this individual to the board of directors is not supported.</i>				
15	Ratify Ernst & Young as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>				
16	Approve Remuneration Report	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this item is warranted because the proposed remuneration report is below par in relation to market standards, particularly with regards to the lack of disclosure of weights and achievement levels for the performance criteria under the variable cash bonus. Further, concerns are noted regarding the significant CEO base salary increase during the fiscal year in review.</i>				
17	Approve Share Split; SEK 19.4 Million Reduction in Share Capital via Share Cancellation; Approve Approve Capitalization of Reserves of SEK 19.4 Million	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because there are no concerns noted, and it is deemed largely in favor of existing shareholders.</i>				
18	Approve Performance Share Plan for Key Employees; Approve Equity Plan Financing	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because awards are assessed on a financial year basis.</i>				
19	Approve Issuance of 18,500,000 Class B Shares without Preemptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this issuance authorization is warranted because the potential share capital increase is not excessive.</i>				
20	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal to repurchase and reissue company shares is warranted, despite the lack of a disclosed volume limit, because: * There are acceptable limits on holding and duration; and * There is no evidence of past abuse of repurchase authorities.</i>				
21	Other Business	Mgmt			
	<i>Voting Policy Rationale: This is a routine, non-voting item.</i>				
22	Close Meeting	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting formality.</i>				

Meeting Date: 09/11/2024

Country: USA

Ticker: NTAP

Record Date: 07/16/2024

Meeting Type: Annual

Primary Security ID: 64110D104

Shares Voted: 3,416

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director T. Michael Nevens	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Michael (Mike) Nevens and Carrie Palin is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Deepak Ahuja	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Michael (Mike) Nevens and Carrie Palin is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Anders Gustafsson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Michael (Mike) Nevens and Carrie Palin is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Gerald Held	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Michael (Mike) Nevens and Carrie Palin is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Deborah L. Kerr	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Michael (Mike) Nevens and Carrie Palin is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director George Kurian	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Michael (Mike) Nevens and Carrie Palin is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Carrie Palin	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Michael (Mike) Nevens and Carrie Palin is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Scott F. Schenkel	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Michael (Mike) Nevens and Carrie Palin is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director June Yang	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Thomas Michael (Mike) Nevens and Carrie Palin is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time. Though the rigor and disclosure of performance equity could be improved, equity awards are predominantly performance-conditioned and half use a multi-year performance period. Additionally, annual incentives are largely based on pre-set objective metrics.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 19.54 percent of the fees paid to the auditor are for non-audit purposes.</i>				

NetApp, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Amend Omnibus Stock Plan	Mgmt	For	Against	Against
<i>Voting Policy Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factors: * The plan cost is excessive * The three-year average burn rate is excessive * The plan permits liberal recycling of shares * The plan allows broad discretion to accelerate vesting</i>					

Yealink Network Technology Co., Ltd.

Meeting Date: 09/11/2024 **Country:** China **Ticker:** 300628
Record Date: 09/05/2024 **Meeting Type:** Special
Primary Security ID: Y9750S104

Shares Voted: 11,340

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Interim Profit Distribution	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					

Yunnan Baiyao Group Co., Ltd.

Meeting Date: 09/11/2024 **Country:** China **Ticker:** 000538
Record Date: 09/04/2024 **Meeting Type:** Special
Primary Security ID: Y9879F108

Shares Voted: 8,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Appointment of Auditor and Internal Control Auditor	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					

Agilysys, Inc.

Meeting Date: 09/12/2024 **Country:** USA **Ticker:** AGYS
Record Date: 07/15/2024 **Meeting Type:** Annual
Primary Security ID: 00847J105

Shares Voted: 94

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Donald A. Colvin	Mgmt	For	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Michael Kaufman, Gerald (Jerry) Jones, Melvin (Mel) Keating, and John Mutch for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
1.2	Elect Director Dana Jones	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Michael Kaufman, Gerald (Jerry) Jones, Melvin (Mel) Keating, and John Mutch for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
1.3	Elect Director Jerry Jones	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Michael Kaufman, Gerald (Jerry) Jones, Melvin (Mel) Keating, and John Mutch for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
1.4	Elect Director Michael A. Kaufman	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Michael Kaufman, Gerald (Jerry) Jones, Melvin (Mel) Keating, and John Mutch for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
1.5	Elect Director Melvin L. Keating	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Michael Kaufman, Gerald (Jerry) Jones, Melvin (Mel) Keating, and John Mutch for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
1.6	Elect Director John Mutch	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Michael Kaufman, Gerald (Jerry) Jones, Melvin (Mel) Keating, and John Mutch for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
1.7	Elect Director Ramesh Srinivasan	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Michael Kaufman, Gerald (Jerry) Jones, Melvin (Mel) Keating, and John Mutch for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
2	Approve Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				
4	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 5.54 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Meeting Date: 09/12/2024

Country: USA

Ticker: PLUS

Record Date: 07/18/2024

Meeting Type: Annual

Primary Security ID: 294268107

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Renee Bergeron	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Maureen Morrison, Renee Bergeron, Ira Hunt III and Ben Xiang for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Bruce M. Bowen	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Maureen Morrison, Renee Bergeron, Ira Hunt III and Ben Xiang for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director John E. Callies	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Maureen Morrison, Renee Bergeron, Ira Hunt III and Ben Xiang for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Ira A. Hunt, III	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Maureen Morrison, Renee Bergeron, Ira Hunt III and Ben Xiang for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Mark P. Marron	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Maureen Morrison, Renee Bergeron, Ira Hunt III and Ben Xiang for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Maureen F. Morrison	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Maureen Morrison, Renee Bergeron, Ira Hunt III and Ben Xiang for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Ben Xiang	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Maureen Morrison, Renee Bergeron, Ira Hunt III and Ben Xiang for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; and * The company maintains an auto-accelerated equity vesting change-in-control provision.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 4.26 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Approve Non-Employee Director Restricted Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Although the estimated shareholder value transfer exceeds the Social Advisory Services Benchmark, the qualitative review of director compensation indicates that the director compensation program exhibits positive features that sufficiently align the interests of directors and shareholders and mitigate risk.</i>				

HANWHA SOLUTIONS CORP.

Meeting Date: 09/12/2024

Country: South Korea

Ticker: 009830

Record Date: 08/14/2024

Meeting Type: Special

Primary Security ID: Y3065K104

Shares Voted: 9,869

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Nam Jeong-woon as Inside Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the CEO candidates are warranted, as the candidates have been nominated through valid nomination process, the qualification of the candidates appears befitted, and the board's explanation for the nomination is deemed reasonable.</i>					
1.2	Elect Hong Jeong-gwon as Inside Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the CEO candidates are warranted, as the candidates have been nominated through valid nomination process, the qualification of the candidates appears befitted, and the board's explanation for the nomination is deemed reasonable.</i>					

HYBE Co., Ltd.

Meeting Date: 09/12/2024

Country: South Korea

Ticker: 352820

Record Date: 08/16/2024

Meeting Type: Special

Primary Security ID: Y0S0UG104

Shares Voted: 474

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Lee Jae-sang as Inside Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the CEO candidate is warranted, as the candidate has been nominated through valid nomination process, the qualification of the candidate appears befitted, and the board's explanation for the nomination is deemed reasonable.</i>					
2	Approve Stock Option Grants (To be Granted)	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the stock option grant is warranted because the potential dilution arising from the grant remains modest.</i>					
3	Approve Stock Option Grants (Previously Granted)	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the stock option grant is warranted because the potential dilution arising from the grant remains modest.</i>					

NetScout Systems, Inc.

Meeting Date: 09/12/2024

Country: USA

Ticker: NTCT

Record Date: 07/15/2024

Meeting Type: Annual

Primary Security ID: 64115T104

Shares Voted: 11,928

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Alfred Grasso	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Alfred Grasso and Vivian Vitale for lack of diversity on the board. A vote FOR the remaining director nominee Shannon Nash is warranted.</i>				
1.2	Elect Director Shannon K. Nash	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Alfred Grasso and Vivian Vitale for lack of diversity on the board. A vote FOR the remaining director nominee Shannon Nash is warranted.</i>				
1.3	Elect Director Vivian Vitale	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Alfred Grasso and Vivian Vitale for lack of diversity on the board. A vote FOR the remaining director nominee Shannon Nash is warranted.</i>				
2	Amend Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; and * The company maintains a modified single trigger change-in-control agreement provision.</i>				
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.99 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Nexi SpA

Meeting Date: 09/12/2024

Country: Italy

Ticker: NEXI

Record Date: 09/03/2024

Meeting Type: Extraordinary Shareholders

Primary Security ID: T6S18J104

Shares Voted: 11,655

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Ordinary Business	Mgmt			
1	Elect Luca Velussi as Director and Approve Director's Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: This resolution warrants a vote FOR as the company has disclosed all details about the proposed candidate.</i>				
	Extraordinary Business	Mgmt			
1	Amend Company Bylaws Re: Article 10	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: This item warrants a vote AGAINST as the proposed amendment may negatively affect shareholder rights.</i>				

Open Text Corporation

Meeting Date: 09/12/2024

Country: Canada

Ticker: OTEX

Record Date: 08/01/2024

Meeting Type: Annual

Primary Security ID: 683715106

Shares Voted: 21,893

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director P. Thomas Jenkins	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST for incumbent nominating committee members Randy Fowlie, David Fraser, Ann Powell and Deborah (Debbie) Weinstein for lack of diversity on the board. Votes AGAINST the compensation committee chair, Ann Powell, are further warranted as the committee has failed to adequately address pay-for-performance concerns over multiple years. (See Item 4) Votes FOR the remaining nominees are warranted.</i>				
1.2	Elect Director Mark J. Barrechea	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST for incumbent nominating committee members Randy Fowlie, David Fraser, Ann Powell and Deborah (Debbie) Weinstein for lack of diversity on the board. Votes AGAINST the compensation committee chair, Ann Powell, are further warranted as the committee has failed to adequately address pay-for-performance concerns over multiple years. (See Item 4) Votes FOR the remaining nominees are warranted.</i>				
1.3	Elect Director Randy Fowlie	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Vote AGAINST for incumbent nominating committee members Randy Fowlie, David Fraser, Ann Powell and Deborah (Debbie) Weinstein for lack of diversity on the board. Votes AGAINST the compensation committee chair, Ann Powell, are further warranted as the committee has failed to adequately address pay-for-performance concerns over multiple years. (See Item 4) Votes FOR the remaining nominees are warranted.</i>				
1.4	Elect Director David Fraser	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Vote AGAINST for incumbent nominating committee members Randy Fowlie, David Fraser, Ann Powell and Deborah (Debbie) Weinstein for lack of diversity on the board. Votes AGAINST the compensation committee chair, Ann Powell, are further warranted as the committee has failed to adequately address pay-for-performance concerns over multiple years. (See Item 4) Votes FOR the remaining nominees are warranted.</i>				
1.5	Elect Director Robert (Bob) Hau	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST for incumbent nominating committee members Randy Fowlie, David Fraser, Ann Powell and Deborah (Debbie) Weinstein for lack of diversity on the board. Votes AGAINST the compensation committee chair, Ann Powell, are further warranted as the committee has failed to adequately address pay-for-performance concerns over multiple years. (See Item 4) Votes FOR the remaining nominees are warranted.</i>				
1.6	Elect Director Goldy Hyder	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST for incumbent nominating committee members Randy Fowlie, David Fraser, Ann Powell and Deborah (Debbie) Weinstein for lack of diversity on the board. Votes AGAINST the compensation committee chair, Ann Powell, are further warranted as the committee has failed to adequately address pay-for-performance concerns over multiple years. (See Item 4) Votes FOR the remaining nominees are warranted.</i>				
1.7	Elect Director Ann M. Powell	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Vote AGAINST for incumbent nominating committee members Randy Fowlie, David Fraser, Ann Powell and Deborah (Debbie) Weinstein for lack of diversity on the board. Votes AGAINST the compensation committee chair, Ann Powell, are further warranted as the committee has failed to adequately address pay-for-performance concerns over multiple years. (See Item 4) Votes FOR the remaining nominees are warranted.</i>				
1.8	Elect Director Annette Rippert	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST for incumbent nominating committee members Randy Fowlie, David Fraser, Ann Powell and Deborah (Debbie) Weinstein for lack of diversity on the board. Votes AGAINST the compensation committee chair, Ann Powell, are further warranted as the committee has failed to adequately address pay-for-performance concerns over multiple years. (See Item 4) Votes FOR the remaining nominees are warranted.</i>				

Open Text Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.9	Elect Director Stephen J. Sadler	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST for incumbent nominating committee members Randy Fowlie, David Fraser, Ann Powell and Deborah (Debbie) Weinstein for lack of diversity on the board. Votes AGAINST the compensation committee chair, Ann Powell, are further warranted as the committee has failed to adequately address pay-for-performance concerns over multiple years. (See Item 4) Votes FOR the remaining nominees are warranted.</i>				
1.10	Elect Director Katharine B. Stevenson	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST for incumbent nominating committee members Randy Fowlie, David Fraser, Ann Powell and Deborah (Debbie) Weinstein for lack of diversity on the board. Votes AGAINST the compensation committee chair, Ann Powell, are further warranted as the committee has failed to adequately address pay-for-performance concerns over multiple years. (See Item 4) Votes FOR the remaining nominees are warranted.</i>				
1.11	Elect Director Deborah Weinstein	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Vote AGAINST for incumbent nominating committee members Randy Fowlie, David Fraser, Ann Powell and Deborah (Debbie) Weinstein for lack of diversity on the board. Votes AGAINST the compensation committee chair, Ann Powell, are further warranted as the committee has failed to adequately address pay-for-performance concerns over multiple years. (See Item 4) Votes FOR the remaining nominees are warranted.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the total audit fees paid to the auditor are attributable to non-audit fees.</i>				
3	Amend Employee Stock Purchase Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote FOR this Employee Share Purchase Plan as the plan's provisions conform to best practice standards within the Canadian market.</i>				
4	Advisory Vote on Executive Compensation Approach	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this non-binding advisory resolution is warranted. In the prior three years, the company received 78 percent, 45 percent and 29.5 percent shareholder support for its say-on-pay proposals at its 2021 AGM, 2022 AGM and 2023 AGM, respectively. The CEO did not receive any special one-time awards in Fiscal 2024 and CEO's total pay decreased by 37 percent compared to Fiscal 2023 and 7 percent compared to Fiscal 2022. However, the quantitative pay-for-performance screen has continued to identify a high concern. Excluding Fiscal 2023's special bonus and one-time performance stock options, CEO total compensation increased slightly by 5 percent year over year. The company's TSR underperformed its 4-digit GICS peer group median and the S&P/TSX Composite Index on a one-year and five-year basis. The company has significantly underperformed its self-disclosed peer group on a one-, three-, and five-year timeframe, while the CEO's 2024 compensation appears to be near the peer median. The company has failed its say-on-pay vote two years in a row. While the company has engaged with its shareholders since the last AGM and made some positive changes to CEO pay to address certain shareholder concerns over CEO compensation design, the CEO pay-for-performance misalignment continues to exist compared to its self-disclosed peers as well as Social Advisory Services Canadian peers. As such, shareholders are advised to vote AGAINST the say-on-pay resolution.</i>				

Shanghai Baosight Software Co., Ltd.

Meeting Date: 09/12/2024

Country: China

Ticker: 600845

Record Date: 09/03/2024

Meeting Type: Special

Primary Security ID: Y7691Z112

Shares Voted: 20,208

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	EGM BALLOT FOR HOLDERS OF A SHARES	Mgmt			

Shanghai Baosight Software Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Appointment of Financial Auditor and Internal Control Auditor	Mgmt	For	For	For

Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.

Coca-Cola HBC AG

Meeting Date: 09/16/2024 **Country:** Switzerland **Ticker:** CCH
Record Date: 09/06/2024 **Meeting Type:** Extraordinary Shareholders
Primary Security ID: H1512E100

Shares Voted: 659

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Elizabeth Bastoni as Director and as Member of the Remuneration Committee	Mgmt	For	For	For

Voting Policy Rationale: A vote FOR Elizabeth Bastoni is warranted as no significant concerns have been identified.

Jyske Bank A/S

Meeting Date: 09/17/2024 **Country:** Denmark **Ticker:** JYSK
Record Date: 09/10/2024 **Meeting Type:** Extraordinary Shareholders
Primary Security ID: K55633117

Shares Voted: 560

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Lisbeth Holm as New Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the proposed candidates is warranted due to a lack of concern regarding the board and its committees.</i>					
1.2	Elect Glenn Soderholm as New Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the proposed candidates is warranted due to a lack of concern regarding the board and its committees.</i>					
2	Authorize Editorial Changes to Adopted Resolutions in Connection with Registration with Danish Authorities	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this formality is warranted as it will not have any impact on the material content of the adopted resolutions.</i>					
3	Other Business	Mgmt			
<i>Voting Policy Rationale: This is a routine, non-voting item.</i>					

Conagra Brands, Inc.

Meeting Date: 09/18/2024

Country: USA

Ticker: CAG

Record Date: 07/25/2024

Meeting Type: Annual

Primary Security ID: 205887102

Shares Voted: 4,359

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Anil Arora	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard Lenny, Anil Arora, Thomas (Tony) Brown, Melissa Lora and Ruth Ann Marshall is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Thomas "Tony" K. Brown	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard Lenny, Anil Arora, Thomas (Tony) Brown, Melissa Lora and Ruth Ann Marshall is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Emanuel "Manny" Chirico	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard Lenny, Anil Arora, Thomas (Tony) Brown, Melissa Lora and Ruth Ann Marshall is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Sean M. Connolly	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard Lenny, Anil Arora, Thomas (Tony) Brown, Melissa Lora and Ruth Ann Marshall is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director George Dowdie	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard Lenny, Anil Arora, Thomas (Tony) Brown, Melissa Lora and Ruth Ann Marshall is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Francisco Fraga	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard Lenny, Anil Arora, Thomas (Tony) Brown, Melissa Lora and Ruth Ann Marshall is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Fran Horowitz	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard Lenny, Anil Arora, Thomas (Tony) Brown, Melissa Lora and Ruth Ann Marshall is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Richard H. Lenny	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard Lenny, Anil Arora, Thomas (Tony) Brown, Melissa Lora and Ruth Ann Marshall is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Melissa Lora	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard Lenny, Anil Arora, Thomas (Tony) Brown, Melissa Lora and Ruth Ann Marshall is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Ruth Ann Marshall	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard Lenny, Anil Arora, Thomas (Tony) Brown, Melissa Lora and Ruth Ann Marshall is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Conagra Brands, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1k	Elect Director Denise A. Paulonis	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard Lenny, Anil Arora, Thomas (Tony) Brown, Melissa Lora and Ruth Ann Marshall is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: The compensation committee demonstrated sufficient responsiveness to last year's low say-on-pay vote. However, a vote AGAINST this proposal is warranted due to an unmitigated pay-for-performance misalignment. Concerns are raised with respect to high CEO pay relative to company performance compared to the company's peers and high CEO pay in relation to company peer group CEO median pay levels. Furthermore, while the STI and LTI programs were based primarily on clearly disclosed objective goals, and the company made certain commitments and structural improvements in response to shareholder feedback, concerns are raised surrounding off-cycle awards provided to the CEO and CFO. FY24 marks the second consecutive year in which off-cycle awards were granted to these executives and neither forward-looking goals nor metric weightings are disclosed in the proxy.</i>				
4	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.19 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Eastroc Beverage (Group) Co., Ltd.

Meeting Date: 09/18/2024 **Country:** China **Ticker:** 605499
Record Date: 09/09/2024 **Meeting Type:** Special
Primary Security ID: Y2234Q109

Shares Voted: 2,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Increase in Application of Bank Credit Lines	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because the funds will be needed by the company and its subsidiaries to facilitate their daily operations and business development.</i>				
2	Approve Interim Profit Distribution and Capitalization of Capital Reserves	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				

Jinko Solar Co., Ltd.

Meeting Date: 09/18/2024 **Country:** China **Ticker:** 688223
Record Date: 09/10/2024 **Meeting Type:** Special
Primary Security ID: Y4S532106

Jinko Solar Co., Ltd.

Shares Voted: 78,638

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve to Appoint Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
2	Approve Signing of Agreements on Daily Related Party Transactions With Related Parties	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
3	Approve Reconsideration of Related Party Transaction Agreements	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
4	Approve New Estimated Amount of Guarantees	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted because the level of guarantee to be provided to some of its subsidiaries is disproportionate to the level of ownership in the said subsidiaries. The company has failed to provide valid justifications in the meeting circular.</i>				

Take-Two Interactive Software, Inc.

Meeting Date: 09/18/2024

Country: USA

Ticker: TTWO

Record Date: 07/23/2024

Meeting Type: Annual

Primary Security ID: 874054109

Shares Voted: 630

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Strauss Zelnick	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Dornemann, Jon (J) Moses, Michael Sheresky and Ellen Siminoff is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Michael Dornemann	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Dornemann, Jon (J) Moses, Michael Sheresky and Ellen Siminoff is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director J Moses	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Dornemann, Jon (J) Moses, Michael Sheresky and Ellen Siminoff is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Michael Sheresky	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Dornemann, Jon (J) Moses, Michael Sheresky and Ellen Siminoff is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Take-Two Interactive Software, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1e	Elect Director LaVerne Srinivasan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Dornemann, Jon (J) Moses, Michael Sheresky and Ellen Siminoff is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Susan Tolson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Dornemann, Jon (J) Moses, Michael Sheresky and Ellen Siminoff is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Paul Viera	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Dornemann, Jon (J) Moses, Michael Sheresky and Ellen Siminoff is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Roland Hernandez	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Dornemann, Jon (J) Moses, Michael Sheresky and Ellen Siminoff is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director William "Bing" Gordon	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Dornemann, Jon (J) Moses, Michael Sheresky and Ellen Siminoff is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Ellen Siminoff	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Dornemann, Jon (J) Moses, Michael Sheresky and Ellen Siminoff is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Compensation for the CEO is primarily paid by the external manager under a management services agreement. Although this arrangement can result in limited pay disclosure, in this case the company provides sufficient disclosure of the pay programs. While certain pay magnitude concerns are highlighted, a rigorous STI program, predominantly performance-based LTI program, and pay outcomes mitigate these concerns for the year in review.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 15.91 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Auto Trader Group Plc

Meeting Date: 09/19/2024

Country: United Kingdom

Ticker: AUTO

Record Date: 09/17/2024

Meeting Type: Annual

Primary Security ID: G06708104

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>				
2	Approve Remuneration Policy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the LTIP rules is considered warranted. While the increase in LTIP opportunity is highlighted as a potential concern, the justification for the increase is discussed under Item 2.</i>				
3	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the remuneration report is considered warranted, although it is not without concern because: * The Company has given its EDs substantial salary increases between 11.7% to 19.5%. The main reason for support is: * The salary increases and the increased headroom to the normal PSP opportunity would bring the EDs' total remuneration opportunities between the lower quartile and median versus the Company's peer group. Given the Company's positioning in the mid-FTSE 100 this is not considered egregious. * It is noted that the Company has a recent history of below workforce salary increases for its EDs, with no evidence of regular benchmarking exercises. * Variable pay opportunities, taking account of the amplified PSP opportunity, are not excessive and have not been regularly increased.</i>				
4	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
5	Re-elect Matt Davies as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
6	Re-elect Nathan Coe as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
7	Re-elect Jeni Mundy as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
8	Re-elect Catherine Faiers as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
9	Re-elect Jamie Warner as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
10	Re-elect Sigga Sigurdardottir as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
11	Re-elect Jasvinder Gakhal as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
12	Elect Geeta Gopalan as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
13	Elect Amanda James as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				

Auto Trader Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
14	Reappoint KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.5 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
15	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.5 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
16	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
17	Approve Long Term Incentive Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the LTIP rules is considered warranted. While the increase in LTIP opportunity is highlighted as a potential concern, the justification for the increase is discussed under Item 2.</i>				
18	Approve Deferred Bonus Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the deferred bonus plan is considered warranted, as no material concerns have been identified.</i>				
19	Approve Savings Related Share Option Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this tax-approved plan is warranted because it is broad-based and no corporate governance concerns have been identified.</i>				
20	Amend Share Incentive Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the share incentive plan is considered warranted, as no material concerns have been identified.</i>				
21	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
22	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
23	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				
24	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>				

Masimo Corporation

Meeting Date: 09/19/2024

Country: USA

Ticker: MASI

Record Date: 08/12/2024

Meeting Type: Proxy Contest

Primary Security ID: 574795100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Management Universal Proxy (Gold Proxy Card)	Mgmt			
	From the Combined List of Management & Dissident Nominees - Elect 2 Directors	Mgmt			
1a	Elect Management Nominee Director Christopher Chavez	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1b	Elect Management Nominee Director Joe Kiani	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1c	Elect Dissident Nominee Director William R. Jellison	SH	Withhold	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1d	Elect Dissident Nominee Director Darlene J.S. Solomon	SH	Withhold	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
4	Repeal Any Bylaw Provisions Without Shareholder Approval Subsequent to April 20, 2023	SH	Against	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
	Dissident Universal Proxy (White Proxy Card)	Mgmt			
	From the Combined List of Management & Dissident Nominees - Elect 2 Directors	Mgmt			
1a	Elect Dissident Nominee Director William Jellison	SH	For	For	For
	<i>Voting Policy Rationale: The dissident has presented a compelling case for additional change. Votes FOR dissident nominees William Jellison and Darlene Solomon and WITHHOLD votes for management nominees Joe Kiani and Christopher Chavez are warranted.</i>				
1b	Elect Dissident Nominee Director Darlene Solomon	SH	For	For	For
	<i>Voting Policy Rationale: The dissident has presented a compelling case for additional change. Votes FOR dissident nominees William Jellison and Darlene Solomon and WITHHOLD votes for management nominees Joe Kiani and Christopher Chavez are warranted.</i>				
	COMPANY NOMINEES OPPOSED BY POLITAN	Mgmt			

Masimo Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Management Nominee Director Christopher G. Chavez	Mgmt	Withhold	Withhold	Withhold
<p><i>Voting Policy Rationale: The dissident has presented a compelling case for additional change. Votes FOR dissident nominees William Jellison and Darlene Solomon and WITHHOLD votes for management nominees Joe Kiani and Christopher Chavez are warranted.</i></p>					
1b	Elect Management Nominee Director Joe Kiani	Mgmt	Withhold	Withhold	Withhold
<p><i>Voting Policy Rationale: The dissident has presented a compelling case for additional change. Votes FOR dissident nominees William Jellison and Darlene Solomon and WITHHOLD votes for management nominees Joe Kiani and Christopher Chavez are warranted.</i></p>					
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.38 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	Against	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * High CEO pay relative to company performance compared to the company's peers; and * High CEO pay in relation to company peer group CEO median pay levels. In addition, a vote AGAINST this proposal is further warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; and * The company maintains a modified single trigger severance provision.</i></p>					
4	Repeal Any Bylaw Provisions Without Shareholder Approval Subsequent to April 20, 2023	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted given that the dissident has made a compelling case for change and there appears to be minimal downside risk to shareholders in approving the request.</i></p>					

Mercury NZ Limited

Meeting Date: 09/19/2024 **Country:** New Zealand **Ticker:** MCY
Record Date: 09/17/2024 **Meeting Type:** Annual
Primary Security ID: Q5971Q108

Shares Voted: 2,492,275

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Mike Taitoko as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the re-election of Michael (Mike) Taitoko is warranted. He is an independent non-executive director on the eight-member board. His presence contributes to the continued composition of a majority independent board structure, and no material corporate governance concerns have been identified regarding his candidacy as a director.</i></p>					
2	Approve Increase in the Annual Remuneration Payable to All Directors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the resolution to increase the NED fee pool is warranted: * The current level of fees paid to NEDs and the chairman are not excessive and observed to be below the average of fees in the largest NZX-listed market cap peer group of companies in the NZ\$3 billion to NZ\$21 billion range. * The company's financial performance and position at year end do not indicate any corporate governance concerns.</i></p>					

Meeting Date: 09/23/2024

Country: USA

Ticker: FDX

Record Date: 07/29/2024

Meeting Type: Annual

Primary Security ID: 31428X106

Shares Voted: 958

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Silvia Davila	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Steiner, Marvin Ellison, Stephen Gorman, Susan (Tricia) Griffith, and Frederick (Fred) Perpall is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Marvin R. Ellison	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Steiner, Marvin Ellison, Stephen Gorman, Susan (Tricia) Griffith, and Frederick (Fred) Perpall is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Stephen E. Gorman	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Steiner, Marvin Ellison, Stephen Gorman, Susan (Tricia) Griffith, and Frederick (Fred) Perpall is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Susan Patricia Griffith	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Steiner, Marvin Ellison, Stephen Gorman, Susan (Tricia) Griffith, and Frederick (Fred) Perpall is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Amy B. Lane	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Steiner, Marvin Ellison, Stephen Gorman, Susan (Tricia) Griffith, and Frederick (Fred) Perpall is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director R. Brad Martin	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Steiner, Marvin Ellison, Stephen Gorman, Susan (Tricia) Griffith, and Frederick (Fred) Perpall is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Nancy A. Norton	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Steiner, Marvin Ellison, Stephen Gorman, Susan (Tricia) Griffith, and Frederick (Fred) Perpall is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Frederick P. Perpall	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Steiner, Marvin Ellison, Stephen Gorman, Susan (Tricia) Griffith, and Frederick (Fred) Perpall is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Joshua Cooper Ramo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Steiner, Marvin Ellison, Stephen Gorman, Susan (Tricia) Griffith, and Frederick (Fred) Perpall is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Susan C. Schwab	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Steiner, Marvin Ellison, Stephen Gorman, Susan (Tricia) Griffith, and Frederick (Fred) Perpall is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1k	Elect Director Frederick W. Smith	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Steiner, Marvin Ellison, Stephen Gorman, Susan (Tricia) Griffith, and Frederick (Fred) Perpall is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director David P. Steiner	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Steiner, Marvin Ellison, Stephen Gorman, Susan (Tricia) Griffith, and Frederick (Fred) Perpall is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1m	Elect Director Rajesh Subramaniam	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Steiner, Marvin Ellison, Stephen Gorman, Susan (Tricia) Griffith, and Frederick (Fred) Perpall is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1n	Elect Director Paul S. Walsh	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members David Steiner, Marvin Ellison, Stephen Gorman, Susan (Tricia) Griffith, and Frederick (Fred) Perpall is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; and * The company maintains an auto-accelerated equity vesting change-in-control provision.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.11 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. The company seeks to align its officer exculpation provisions with the recently amended Delaware statute and existing protections afforded to directors, providing protections to officers that would allow the company to attract and retain quality personnel without negatively impacting shareholder rights.</i>				
5	Amend Certificate of Incorporation to Remove Pass-Through Voting Provision	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as it does not appear to adversely impact shareholder rights.</i>				
6	Report on "Just Transition"	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as greater disclosure around the company's just transition strategy specifically would better position shareholders to evaluate any related risks and opportunities.</i>				
7	Require Shareholder Approval of Bylaw Amendments Adopted by the Board of Directors	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted, as requiring shareholder ratification of any governing document amendment adopted by the board, even those for administrative purposes, would be overly burdensome. In addition, shareholders have effective recourse to modify any bylaws and articles adopted by the board, if necessary.</i>				

FedEx Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8	Report on Framework to Assess Company Lobbying Alignment with Climate Goals	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted at this time as shareholders may benefit from a more complete evaluation of climate lobbying being conducted on the company's behalf.</i></p>					

Shenzhen Inovance Technology Co., Ltd.

Meeting Date: 09/23/2024 **Country:** China **Ticker:** 300124
Record Date: 09/13/2024 **Meeting Type:** Special
Primary Security ID: Y7744Z101

Shares Voted: 11,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Draft and Summary of Equity Incentive Plan	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST is warranted because: * the performance hurdles are proposed in the second half of the year which also take into consideration of that from the first half of year. Its fairness may be questionable. * there is lack of disclosure on the pertinent details of the proposed performance share incentive plan.</i></p>					
2	Approve Methods to Assess the Performance of Plan Participants	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST is warranted because: * the performance hurdles are proposed in the second half of the year which also take into consideration of that from the first half of year. Its fairness may be questionable. * there is lack of disclosure on the pertinent details of the proposed performance share incentive plan.</i></p>					
3	Approve Authorization of the Board to Handle All Related Matters	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST is warranted because: * the performance hurdles are proposed in the second half of the year which also take into consideration of that from the first half of year. Its fairness may be questionable. * there is lack of disclosure on the pertinent details of the proposed performance share incentive plan.</i></p>					

Yifeng Pharmacy Chain Co., Ltd.

Meeting Date: 09/23/2024 **Country:** China **Ticker:** 603939
Record Date: 09/12/2024 **Meeting Type:** Special
Primary Security ID: Y982AC104

Shares Voted: 10,080

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Interim Profit Distribution	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i></p>					
2	Amend Articles of Association	SH	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i></p>					

Yifeng Pharmacy Chain Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Increase in Credit Line Application	SH	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is warranted because the funds will be needed by the company to facilitate its daily operations and business development.</i></p>					
4	Approve Provision of Guarantee	SH	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST is warranted because the level of guarantee to be provided to the some of the guaranteed entities is disproportionate to the level of ownership in the said entities. The company has failed to provide valid justifications in the meeting circular.</i></p>					

Azrieli Group Ltd.

Meeting Date: 09/24/2024

Country: Israel

Ticker: AZRG

Record Date: 08/26/2024

Meeting Type: Annual/Special

Primary Security ID: M1571Q105

Shares Voted: 0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Reelect Danna Azrieli Hakim as Director	Mgmt	For	For	
<p><i>Voting Policy Rationale: A vote AGAINST item 1.4, 1.6, and 1.7 is warranted as Menachem Einan, Ariel Kor and Irit Sekler-Pilosof are non-independent directors and members of the audit committee. A vote FOR the remaining director nominees is warranted.</i></p>					
1.2	Reelect Sharon Rachelle Azrieli as Director	Mgmt	For	For	
<p><i>Voting Policy Rationale: A vote AGAINST item 1.4, 1.6, and 1.7 is warranted as Menachem Einan, Ariel Kor and Irit Sekler-Pilosof are non-independent directors and members of the audit committee. A vote FOR the remaining director nominees is warranted.</i></p>					
1.3	Reelect Naomi Sara Azrieli as Director	Mgmt	For	For	
<p><i>Voting Policy Rationale: A vote AGAINST item 1.4, 1.6, and 1.7 is warranted as Menachem Einan, Ariel Kor and Irit Sekler-Pilosof are non-independent directors and members of the audit committee. A vote FOR the remaining director nominees is warranted.</i></p>					
1.4	Reelect Menachem Einan as Director	Mgmt	For	Against	
<p><i>Voting Policy Rationale: A vote AGAINST item 1.4, 1.6, and 1.7 is warranted as Menachem Einan, Ariel Kor and Irit Sekler-Pilosof are non-independent directors and members of the audit committee. A vote FOR the remaining director nominees is warranted.</i></p>					
1.5	Reelect Dan Yitzhak Gillerman as Director	Mgmt	For	For	
<p><i>Voting Policy Rationale: A vote AGAINST item 1.4, 1.6, and 1.7 is warranted as Menachem Einan, Ariel Kor and Irit Sekler-Pilosof are non-independent directors and members of the audit committee. A vote FOR the remaining director nominees is warranted.</i></p>					
1.6	Reelect Ariel Kor as Director	Mgmt	For	Against	
<p><i>Voting Policy Rationale: A vote AGAINST item 1.4, 1.6, and 1.7 is warranted as Menachem Einan, Ariel Kor and Irit Sekler-Pilosof are non-independent directors and members of the audit committee. A vote FOR the remaining director nominees is warranted.</i></p>					

Azrieli Group Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.7	Reelect Irit Sekler-Pilosof as Director	Mgmt	For		Against
	<i>Voting Policy Rationale: A vote AGAINST item 1.4, 1.6, and 1.7 is warranted as Menachem Einan, Ariel Kor and Irit Sekler-Pilosof are non-independent directors and members of the audit committee. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Reelect Nechemia Jacob Peres as Director	Mgmt	For		For
	<i>Voting Policy Rationale: A vote AGAINST item 1.4, 1.6, and 1.7 is warranted as Menachem Einan, Ariel Kor and Irit Sekler-Pilosof are non-independent directors and members of the audit committee. A vote FOR the remaining director nominees is warranted.</i>				
2	Reappoint Deloitte Brightman, Almagor, Zohar & Co. as Auditors	Mgmt	For		Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted given that audit fees are not itemized. As such, it cannot be determined if the non-audit fees are excessive.</i>				
3	Discuss Financial Statements and the Report of the Board	Mgmt			
	<i>Voting Policy Rationale: No vote is required for this item.</i>				
4	Approve Employment Terms of Ariel Kor, Chairman at Green Mountain Global Ltd.	Mgmt	For		For
	<i>Voting Policy Rationale: A vote FOR this item is warranted, as the company has provided sufficient information on the compensation terms and there are no apparent concerns.</i>				
A	Vote FOR if you are a controlling shareholder or have a personal interest in one or several resolutions, as indicated in the proxy card; otherwise, vote AGAINST. You may not abstain. If you vote FOR, please provide an explanation to your account manager	Mgmt	None		Refer
	<i>Voting Policy Rationale: Shareholders must indicate whether they are controlling shareholders or have a personal interest related to these agenda items, or else their ballots will not be counted.</i>				
	Please Select Any Category Which Applies to You as a Shareholder or as a Holder of Power of Attorney	Mgmt			
B1	If you are an Interest Holder as defined in Section 1 of the Securities Law, 1968, vote FOR. Otherwise, vote against.	Mgmt	None		Refer
	<i>Voting Policy Rationale: If such an item is included in the proxy card, shareholders must classify themselves according to the following categories: Interest Holder as defined in Section 1 of the Securities Law, 1968; Senior Officer as defined in Section 37(D) of the Securities Law, 1968; Institutional Investor as defined in Regulation 1 of the Supervision Financial Services Regulations 2009 or a Manager of a Joint Investment Trust Fund as defined in the Joint Investment Trust Law, 1994; Shareholders can classify themselves by voting FOR or AGAINST on any of these items.</i>				

Azrieli Group Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
B2	If you are a Senior Officer as defined in Section 37(D) of the Securities Law, 1968, vote FOR. Otherwise, vote against.	Mgmt	None	Refer	
	<i>Voting Policy Rationale: If such an item is included in the proxy card, shareholders must classify themselves according to the following categories: Interest Holder as defined in Section 1 of the Securities Law, 1968; Senior Officer as defined in Section 37(D) of the Securities Law, 1968; Institutional Investor as defined in Regulation 1 of the Supervision Financial Services Regulations 2009 or a Manager of a Joint Investment Trust Fund as defined in the Joint Investment Trust Law, 1994; Shareholders can classify themselves by voting FOR or AGAINST on any of these items.</i>				
B3	If you are an Institutional Investor as defined in Regulation 1 of the Supervision Financial Services Regulations 2009 or a Manager of a Joint Investment Trust Fund as defined in the Joint Investment Trust Law, 1994, vote FOR. Otherwise, vote against.	Mgmt	None	Refer	
	<i>Voting Policy Rationale: If such an item is included in the proxy card, shareholders must classify themselves according to the following categories: Interest Holder as defined in Section 1 of the Securities Law, 1968; Senior Officer as defined in Section 37(D) of the Securities Law, 1968; Institutional Investor as defined in Regulation 1 of the Supervision Financial Services Regulations 2009 or a Manager of a Joint Investment Trust Fund as defined in the Joint Investment Trust Law, 1994; Shareholders can classify themselves by voting FOR or AGAINST on any of these items.</i>				

General Mills, Inc.

Meeting Date: 09/24/2024 **Country:** USA **Ticker:** GIS
Record Date: 07/26/2024 **Meeting Type:** Annual
Primary Security ID: 370334104

Shares Voted: 10,899

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Benno O. Dorer	Mgmt	For	For	For
	<i>Voting Policy Rationale: A cautionary vote FOR governance committee members Jo Ann Jenkins, Maria Sastre, and Eric Sprunk is warranted for demonstrating limited responsiveness to the prior shareholder proposal to provide a right to call a special meeting at a 10 percent threshold. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director C. Kim Goodwin	Mgmt	For	For	For
	<i>Voting Policy Rationale: A cautionary vote FOR governance committee members Jo Ann Jenkins, Maria Sastre, and Eric Sprunk is warranted for demonstrating limited responsiveness to the prior shareholder proposal to provide a right to call a special meeting at a 10 percent threshold. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Jeffrey L. Harmening	Mgmt	For	For	For
	<i>Voting Policy Rationale: A cautionary vote FOR governance committee members Jo Ann Jenkins, Maria Sastre, and Eric Sprunk is warranted for demonstrating limited responsiveness to the prior shareholder proposal to provide a right to call a special meeting at a 10 percent threshold. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Maria G. Henry	Mgmt	For	For	For
	<i>Voting Policy Rationale: A cautionary vote FOR governance committee members Jo Ann Jenkins, Maria Sastre, and Eric Sprunk is warranted for demonstrating limited responsiveness to the prior shareholder proposal to provide a right to call a special meeting at a 10 percent threshold. A vote FOR the remaining director nominees is warranted.</i>				

General Mills, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1e	Elect Director Jo Ann Jenkins	Mgmt	For	For	For
	<i>Voting Policy Rationale: A cautionary vote FOR governance committee members Jo Ann Jenkins, Maria Sastre, and Eric Sprunk is warranted for demonstrating limited responsiveness to the prior shareholder proposal to provide a right to call a special meeting at a 10 percent threshold. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Elizabeth C. Lempres	Mgmt	For	For	For
	<i>Voting Policy Rationale: A cautionary vote FOR governance committee members Jo Ann Jenkins, Maria Sastre, and Eric Sprunk is warranted for demonstrating limited responsiveness to the prior shareholder proposal to provide a right to call a special meeting at a 10 percent threshold. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director John G. Morikis	Mgmt	For	For	For
	<i>Voting Policy Rationale: A cautionary vote FOR governance committee members Jo Ann Jenkins, Maria Sastre, and Eric Sprunk is warranted for demonstrating limited responsiveness to the prior shareholder proposal to provide a right to call a special meeting at a 10 percent threshold. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Diane L. Neal	Mgmt	For	For	For
	<i>Voting Policy Rationale: A cautionary vote FOR governance committee members Jo Ann Jenkins, Maria Sastre, and Eric Sprunk is warranted for demonstrating limited responsiveness to the prior shareholder proposal to provide a right to call a special meeting at a 10 percent threshold. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Steve Odland	Mgmt	For	For	For
	<i>Voting Policy Rationale: A cautionary vote FOR governance committee members Jo Ann Jenkins, Maria Sastre, and Eric Sprunk is warranted for demonstrating limited responsiveness to the prior shareholder proposal to provide a right to call a special meeting at a 10 percent threshold. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Maria A. Sastre	Mgmt	For	For	For
	<i>Voting Policy Rationale: A cautionary vote FOR governance committee members Jo Ann Jenkins, Maria Sastre, and Eric Sprunk is warranted for demonstrating limited responsiveness to the prior shareholder proposal to provide a right to call a special meeting at a 10 percent threshold. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Eric D. Sprunk	Mgmt	For	For	For
	<i>Voting Policy Rationale: A cautionary vote FOR governance committee members Jo Ann Jenkins, Maria Sastre, and Eric Sprunk is warranted for demonstrating limited responsiveness to the prior shareholder proposal to provide a right to call a special meeting at a 10 percent threshold. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director Jorge A. Uribe	Mgmt	For	For	For
	<i>Voting Policy Rationale: A cautionary vote FOR governance committee members Jo Ann Jenkins, Maria Sastre, and Eric Sprunk is warranted for demonstrating limited responsiveness to the prior shareholder proposal to provide a right to call a special meeting at a 10 percent threshold. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review. STI are primarily based on pre-set financial metrics while half of the LTI are performance-based and measured over a multi-year performance period.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 14.22 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Disclose Regenerative Agriculture Practices Within Supply Chain	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as increased disclosure about the company's reduction of synthetic pesticide use would allow investors to better understand how the company is managing related risks.</i>				

General Mills, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Report on Efforts to Reduce Plastic Use	SH	Against	For	For

Voting Policy Rationale: A vote FOR this proposal is warranted, as shareholders would benefit from additional information on how the company is managing risks related to its use of plastic packaging.

Asahi Intecc Co., Ltd.

Meeting Date: 09/26/2024 **Country:** Japan **Ticker:** 7747
Record Date: 06/30/2024 **Meeting Type:** Annual
Primary Security ID: J0279C107

Shares Voted: 1,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 20.37	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>					
2.1	Elect Director Miyata, Masahiko	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.2	Elect Director Miyata, Kenji	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.3	Elect Director Matsumoto, Munechika	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.4	Elect Director Terai, Yoshinori	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.5	Elect Director Ito, Mizuho	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.6	Elect Director Nishiuchi, Makoto	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.7	Elect Director Ishihara, Kazuhito	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.8	Elect Director Ito, Kiyomichi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.9	Elect Director Kusakari, Takahiro	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Asahi Intecc Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.10	Elect Director Taguchi, Akihiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful because outside directors are not required in the category of "directors who are not audit committee members."</i>				
3.1	Elect Director and Audit Committee Member Tomida, Ryuji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.2	Elect Director and Audit Committee Member Fukaya, Ryoko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.3	Elect Director and Audit Committee Member Moriguchi, Shigeki	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * This outside director candidate who will be an audit committee member lacks independence.</i>				
4	Elect Alternate Director and Audit Committee Member Shimizu, Ayako	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Diageo Plc

Meeting Date: 09/26/2024

Country: United Kingdom

Ticker: DGE

Record Date: 09/24/2024

Meeting Type: Annual

Primary Security ID: G42089113

Shares Voted: 33,565

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>				
2	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the remuneration report is considered warranted, although it is not without concern because: * The annual bonus paid out despite the sales and profit targets being missed and a significant decline in the share price. The main reasons for support are: * There was progress in some areas, including cash flow, and the dividend was increased. * The bonus materialised at approximately a quarter of the maximum.</i>				
3	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
4	Elect Julie Brown as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Elect Nik Jhangiani as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
6	Re-elect Melissa Bethell as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
7	Re-elect Karen Blackett as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
8	Re-elect Valerie Chapoulaud-Floquet as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
9	Re-elect Debra Crew as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
10	Re-elect Javier Ferran as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
11	Re-elect Susan Kilsby as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
12	Re-elect Sir John Manzoni as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
13	Re-elect Ireena Vittal as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
14	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.2 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
15	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.2 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
16	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				
17	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
18	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				

Diageo Plc

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

Jumbo SA

Meeting Date: 09/26/2024 **Country:** Greece **Ticker:** BELA
Record Date: 09/20/2024 **Meeting Type:** Extraordinary Shareholders
Primary Security ID: X4114P111

Shares Voted: 7,084

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Extraordinary Meeting Agenda	Mgmt			
1	Authorize Share Repurchase Program	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR authorizing the repurchase of shares is warranted due to a lack of governance concerns.</i>					

Lamb Weston Holdings, Inc.

Meeting Date: 09/26/2024 **Country:** USA **Ticker:** LW
Record Date: 07/29/2024 **Meeting Type:** Annual
Primary Security ID: 513272104

Shares Voted: 780

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Peter J. Bensen	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William Jurgensen, Charles Blixt, Hala Modellmog, Robert Niblock, and Maria Renna Sharpe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1b	Elect Director Charles A. Blixt	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William Jurgensen, Charles Blixt, Hala Modellmog, Robert Niblock, and Maria Renna Sharpe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1c	Elect Director Robert J. Coviello	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William Jurgensen, Charles Blixt, Hala Modellmog, Robert Niblock, and Maria Renna Sharpe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

Lamb Weston Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1d	Elect Director Rita Fisher	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William Jurgensen, Charles Blixt, Hala Modellmog, Robert Niblock, and Maria Renna Sharpe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Andre J. Hawaux	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William Jurgensen, Charles Blixt, Hala Modellmog, Robert Niblock, and Maria Renna Sharpe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director W.G. Jurgensen	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William Jurgensen, Charles Blixt, Hala Modellmog, Robert Niblock, and Maria Renna Sharpe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Hala G. Modellmog	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William Jurgensen, Charles Blixt, Hala Modellmog, Robert Niblock, and Maria Renna Sharpe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Robert A. Niblock	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William Jurgensen, Charles Blixt, Hala Modellmog, Robert Niblock, and Maria Renna Sharpe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Maria Renna Sharpe	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William Jurgensen, Charles Blixt, Hala Modellmog, Robert Niblock, and Maria Renna Sharpe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Thomas P. Werner	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William Jurgensen, Charles Blixt, Hala Modellmog, Robert Niblock, and Maria Renna Sharpe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review. Annual incentives were based on pre-set financial metrics, while annual equity awards were primarily performance-conditioned and measured over a three-year performance period.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 7.14 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Amend Certificate of Incorporation to Provide for the Exculpation of Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i>				

Meeting Date: 09/26/2024

Country: Japan

Ticker: 6920

Record Date: 06/30/2024

Meeting Type: Annual

Primary Security ID: J38702106

Shares Voted: 1,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 157	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2	Amend Articles to Clarify Director Authority on Board Meetings	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns resulting from the change to the articles.</i>				
3.1	Elect Director Okabayashi, Osamu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.2	Elect Director Kusunose, Haruhiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.3	Elect Director Sendoda, Tetsuya	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.4	Elect Director Tajima, Atsushi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.5	Elect Director Mihara, Koji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.6	Elect Director Iwata, Yoshiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.7	Elect Director Ishiguro, Miyuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.8	Elect Director Yuri, Takashi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4.1	Appoint Statutory Auditor Asami, Koichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4.2	Appoint Statutory Auditor Asano, Masakatsu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Lasertec Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.3	Appoint Statutory Auditor Izumo, Eiichi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
4.4	Appoint Statutory Auditor Michi, Ayumi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
5	Appoint Alternate Statutory Auditor Yamamoto, Ken	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
6	Approve Compensation Ceiling for Directors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * The sub-ceiling for outside directors is raised. * The size of the proposed ceiling cannot be regarded as inappropriate.</i>					
7	Approve Compensation Ceiling for Statutory Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * The size of the proposed ceiling cannot be regarded as high.</i>					
8	Approve Annual Bonus	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the proposal is warranted because: * The total proposed amount of the bonuses is not excessively high.</i>					

Pan Pacific International Holdings Corp.

Meeting Date: 09/27/2024

Country: Japan

Ticker: 7532

Record Date: 06/30/2024

Meeting Type: Annual

Primary Security ID: J6352W100

Shares Voted: 4,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 25	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>					
2	Amend Articles to Change Location of Head Office	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns resulting from the change to the articles.</i>					
3.1	Elect Director Yoshida, Naoki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.2	Elect Director Moriya, Hideki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3.3	Elect Director Suzuki, Kosuke	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					

Pan Pacific International Holdings Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.4	Elect Director Sakakibara, Ken	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.5	Elect Director Matsumoto, Kazuhiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.6	Elect Director Ishii, Yuji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.7	Elect Director Ninomiya, Hitomi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.8	Elect Director Kubo, Isao	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful because outside directors are not required in the category of "directors who are not audit committee members."</i>				
3.9	Elect Director Yasuda, Takao	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.10	Elect Director Yasuda, Yusaku	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is cautiously warranted at this time because: * While the lack of work experience of Yusaku Yasuda would raise concerns, the company appears to have a minimum level of nomination process and system.</i>				
4.1	Elect Director and Audit Committee Member Yoshimura, Yasunori	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4.2	Elect Director and Audit Committee Member Kamo, Masaharu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
4.3	Elect Director and Audit Committee Member Ono, Takaki	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * This outside director candidate who will be an audit committee member lacks independence.</i>				
4.4	Elect Director and Audit Committee Member Kishimoto, Naoko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Trimble Inc.

Meeting Date: 09/30/2024

Country: USA

Ticker: TRMB

Record Date: 04/01/2024

Meeting Type: Annual

Primary Security ID: 896239100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director James C. Dalton	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members James Dalton, Meaghan Lloyd, and Mark Peek for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Borje Ekholm	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members James Dalton, Meaghan Lloyd, and Mark Peek for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Kaigham (Ken) Gabriel	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members James Dalton, Meaghan Lloyd, and Mark Peek for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Meaghan Lloyd	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members James Dalton, Meaghan Lloyd, and Mark Peek for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Ronald S. Nersesian	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members James Dalton, Meaghan Lloyd, and Mark Peek for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Robert G. Painter	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members James Dalton, Meaghan Lloyd, and Mark Peek for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Mark S. Peek	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members James Dalton, Meaghan Lloyd, and Mark Peek for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Kara Sprague	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members James Dalton, Meaghan Lloyd, and Mark Peek for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director Thomas Sweet	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members James Dalton, Meaghan Lloyd, and Mark Peek for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.10	Elect Director Johan Wibergh	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members James Dalton, Meaghan Lloyd, and Mark Peek for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time. Some concern is raised by the relative TSR metric used for PRSUs, which targets median performance. However, STI awards were primarily based on pre-set financial goals, and LTI awards are at least half performance-based and utilize multi-year goals.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 18.32 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Trimble Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Amend Omnibus Stock Plan	Mgmt	For	For	For

Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.

Elastic N.V.

Meeting Date: 10/01/2024 **Country:** Netherlands **Ticker:** ESTC
Record Date: 09/03/2024 **Meeting Type:** Annual
Primary Security ID: N14506104

Shares Voted: 394

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Shay Banon	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Chetan Puttagunta and Shelley Leibowitz is warranted for lack of diversity on the board. A vote AGAINST governance committee chair Chetan Puttagunta is further warranted given the board's failure to remove, or subject to a sunset requirement, the classified board which adversely impact shareholder rights. A vote FOR remaining director nominee Shay Banon is warranted.</i>				
1b	Elect Director Chetan Puttagunta	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Chetan Puttagunta and Shelley Leibowitz is warranted for lack of diversity on the board. A vote AGAINST governance committee chair Chetan Puttagunta is further warranted given the board's failure to remove, or subject to a sunset requirement, the classified board which adversely impact shareholder rights. A vote FOR remaining director nominee Shay Banon is warranted.</i>				
1c	Elect Director Shelley Leibowitz	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Chetan Puttagunta and Shelley Leibowitz is warranted for lack of diversity on the board. A vote AGAINST governance committee chair Chetan Puttagunta is further warranted given the board's failure to remove, or subject to a sunset requirement, the classified board which adversely impact shareholder rights. A vote FOR remaining director nominee Shay Banon is warranted.</i>				
2	Adopt Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the approval of the financial statements is warranted due to a lack of concerns regarding the accounts presented.</i>				
3	Appoint PricewaterhouseCoopers Accountants N.V. as External Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
5	Approve Discharge of Executive Directors	Mgmt	For	For	For

Voting Policy Rationale: A vote FOR these proposals is warranted because of the absence of any information about significant and compelling controversies suggesting that the directors are not fulfilling their fiduciary duties.

Elastic N.V.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Approve Discharge of Non-Executive Directors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these proposals is warranted because of the absence of any information about significant and compelling controversies suggesting that the directors are not fulfilling their fiduciary duties.</i>					
7	Grant Board Authority to Issue Shares Up To 20 Percent of Issued Capital	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these proposals is warranted because the proposed amounts and durations are within recommended limits.</i>					
8	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital and Exclude Pre-emptive Rights	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these proposals is warranted because the proposed amounts and durations are within recommended limits.</i>					
9	Authorize Repurchase of Shares	Mgmt	For	For	For
<i>Voting Policy Rationale: Given that there is no precedent of inappropriate buybacks, a vote FOR this proposal is warranted.</i>					
10	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted at this time, as pay and performance are reasonably aligned.</i>					

Freshpet, Inc.

Meeting Date: 10/01/2024 **Country:** USA **Ticker:** FRPT
Record Date: 08/15/2024 **Meeting Type:** Annual
Primary Security ID: 358039105

Shares Voted: 168

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1A	Elect Director David B. Biegger	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Jacki Kelley is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1B	Elect Director Daryl G. Brewster	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Jacki Kelley is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1C	Elect Director Jacki S. Kelley	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Jacki Kelley is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1D	Elect Director Timothy R. McLevish	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Jacki Kelley is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

Freshpet, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				

C3.ai, Inc.

Meeting Date: 10/02/2024 **Country:** USA **Ticker:** AI
Record Date: 08/05/2024 **Meeting Type:** Annual
Primary Security ID: 12468P104

Shares Voted: 284

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Alan Murray	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Thomas Siebel and K. R. Sridhar for lack of diversity on the board. WITHHOLD votes are further warranted for director nominees Thomas Siebel and K. R. Sridhar given the board's failure to remove, or subject to a sunset requirement, the classified board, the supermajority vote requirement to enact certain changes to the governing documents, and the multi-class capital structure, each of which adversely impacts shareholder rights. WITHHOLD votes are also warranted for Thomas Siebel as his ownership of the supervoting shares provides him with voting power control of the company. Votes FOR the remaining director nominee, Alan Murray, are warranted.</i>				
1.2	Elect Director Thomas M. Siebel	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Thomas Siebel and K. R. Sridhar for lack of diversity on the board. WITHHOLD votes are further warranted for director nominees Thomas Siebel and K. R. Sridhar given the board's failure to remove, or subject to a sunset requirement, the classified board, the supermajority vote requirement to enact certain changes to the governing documents, and the multi-class capital structure, each of which adversely impacts shareholder rights. WITHHOLD votes are also warranted for Thomas Siebel as his ownership of the supervoting shares provides him with voting power control of the company. Votes FOR the remaining director nominee, Alan Murray, are warranted.</i>				
1.3	Elect Director KR Sridhar	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Thomas Siebel and K. R. Sridhar for lack of diversity on the board. WITHHOLD votes are further warranted for director nominees Thomas Siebel and K. R. Sridhar given the board's failure to remove, or subject to a sunset requirement, the classified board, the supermajority vote requirement to enact certain changes to the governing documents, and the multi-class capital structure, each of which adversely impacts shareholder rights. WITHHOLD votes are also warranted for Thomas Siebel as his ownership of the supervoting shares provides him with voting power control of the company. Votes FOR the remaining director nominee, Alan Murray, are warranted.</i>				

C3.ai, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * The CEO's total pay continued to be elevated, primarily due to an outsized annual equity grant. Further, the annual bonus program was entirely discretionary; * High CEO pay in relation to company peer group CEO median pay levels; * High CEO pay relative to company performance compared to the company's peers; * The company has not disclosed any short- and long-term E&S performance incentives; and * The company has not disclosed any risk mitigators, such as a clawback policy, CEO stock ownership guidelines, or stock holding period requirements.</i></p>					
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i></p>					

RPM International Inc.

Meeting Date: 10/03/2024 **Country:** USA **Ticker:** RPM
Record Date: 08/09/2024 **Meeting Type:** Annual
Primary Security ID: 749685103

Shares Voted: 5,354

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Declassify the Board of Directors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as it enhances board accountability to shareholders and demonstrates a commitment to shareholders' interests on the part of management.</i></p>					
2.1	Elect Director Bruce A. Carbonari	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Bruce Carbonari for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i></p>					
2.2	Elect Director Jennifer D. Deckard	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Bruce Carbonari for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i></p>					
2.3	Elect Director Salvatore D. Fazzolari	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Bruce Carbonari for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i></p>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i></p>					
4	Approve Omnibus Stock Plan	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i></p>					

RPM International Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For

Voting Policy Rationale: A vote FOR this item is warranted because only 10.37 percent of the fees paid to the auditor are for non-audit purposes.

Promotora y Operadora de Infraestructura SAB de CV

Meeting Date: 10/04/2024 **Country:** Mexico **Ticker:** PINFRA
Record Date: 09/25/2024 **Meeting Type:** Ordinary Shareholders
Primary Security ID: P7925L103

Shares Voted: 28,148

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income	Mgmt	For	For	For
2	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For

*Voting Policy Rationale: A vote FOR this item is warranted because: * There are no known concerns regarding the company's ability to distribute interim dividends; and * The company's recent dividend payouts have fallen within a reasonable 30-100 percent range of net income.*

*Voting Policy Rationale: A vote FOR this closing formality is warranted because: * Approval of this item grants management authority to approve only items that have been approved by shareholders; and * Opposing this item could impact management's ability to execute on bona fide items that have been approved by shareholders.*

Carpenter Technology Corporation

Meeting Date: 10/07/2024 **Country:** USA **Ticker:** CRS
Record Date: 08/08/2024 **Meeting Type:** Annual
Primary Security ID: 144285103

Shares Voted: 604

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director A. John Hart	Mgmt	For	For	For
1.2	Elect Director Kathleen Ligocki	Mgmt	For	Withhold	Withhold
1.3	Elect Director Ramin Younessi	Mgmt	For	For	For

Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Kathleen Ligocki for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.

Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Kathleen Ligocki for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.

Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Kathleen Ligocki for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.

Carpenter Technology Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 18.79 percent of the fees paid to the auditor are for non-audit purposes.</i>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>					

DS Smith Plc

Meeting Date: 10/07/2024 **Country:** United Kingdom **Ticker:** SMDS
Record Date: 10/03/2024 **Meeting Type:** Special
Primary Security ID: G2848Q123

Shares Voted: 4,354

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Matters Relating to the Recommended All-Share Combination of DS Smith plc and International Paper Company	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the proposed all-share combination, although it is not without concern as: * The Company is proposing certain remuneration arrangements for its EDs, which include a post-completion consultancy agreement for the CEO and a retention award for the Company's Group Financial Director. The main reason for support is: * International Paper's offer provides a material premium for shareholders and the disclosed strategic rationale and possible synergies are acknowledged.</i>					

DS Smith Plc

Meeting Date: 10/07/2024 **Country:** United Kingdom **Ticker:** SMDS
Record Date: 10/03/2024 **Meeting Type:** Court
Primary Security ID: G2848Q123

Shares Voted: 4,354

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Court Meeting	Mgmt			
1	Approve Scheme of Arrangement	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the proposed all-share combination, although it is not without concern as: * The Company is proposing certain remuneration arrangements for its EDs, which include a post-completion consultancy agreement for the CEO and a retention award for the Company's Group Financial Director. The main reason for support is: * International Paper's offer provides a material premium for shareholders and the disclosed strategic rationale and possible synergies are acknowledged. Refer to Social Advisory Services analysis of the General Meeting for further details</i>					

JA Solar Technology Co., Ltd.

Meeting Date: 10/08/2024

Country: China

Ticker: 002459

Record Date: 09/20/2024

Meeting Type: Special

Primary Security ID: Y7163W100

Shares Voted: 29,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Completion of Fundraising Project and Use Remaining Raised Funds for Fundraising Projects	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is merited because no concerns have been identified.</i>					
2	Approve to Appoint Auditor	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					
3	Amend Articles of Association	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because the amendments are meant to update the company's share structure in the Articles.</i>					
4	Approve Increase in Estimated Amount of Guarantees Between the Company and Its Subsidiaries	SH	For	Against	Against
<i>Voting Policy Rationale: VOTE RECOMMENDATION A vote AGAINST is warranted because there is a lack of disclosure on the pertinent details of this loan guarantee request.</i>					

The Procter & Gamble Company

Meeting Date: 10/08/2024

Country: USA

Ticker: PG

Record Date: 08/09/2024

Meeting Type: Annual

Primary Security ID: 742718109

Shares Voted: 12,795

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director B. Marc Allen	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
1b	Elect Director Brett Biggs	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
1c	Elect Director Sheila Bonini	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
1d	Elect Director Amy L. Chang	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
1e	Elect Director Joseph Jimenez	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					

The Procter & Gamble Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1f	Elect Director Christopher Kempczinski	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1g	Elect Director Debra L. Lee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director Terry J. Lundgren	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1i	Elect Director Christine M. McCarthy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1j	Elect Director Ashley McEvoy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1k	Elect Director Jon R. Moeller	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1l	Elect Director Robert J. Portman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1m	Elect Director Rajesh Subramaniam	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1n	Elect Director Patricia A. Woertz	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.38 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review. Some concerns exist in the discretionary nature of the STI program. Nevertheless, annual incentives are tied to pre-set financial metrics, albeit with limited disclosure, and half of the annual equity grants are targeted to be performance-based and measured over a multiyear performance period.</i>				
4	Report on Median Gender/Racial Pay Gap	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as median pay gap statistics across race and gender would allow shareholders to compare and measure the progress of the company's diversity and inclusion initiatives.</i>				

Paychex, Inc.

Meeting Date: 10/10/2024

Country: USA

Ticker: PAYX

Record Date: 08/12/2024

Meeting Type: Annual

Primary Security ID: 704326107

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Martin Mucci	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Joseph Tucci, Thomas (Tom) Bonadio, Joseph Doody, Pamela Joseph and Kevin Price is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Thomas F. Bonadio	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Joseph Tucci, Thomas (Tom) Bonadio, Joseph Doody, Pamela Joseph and Kevin Price is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Joseph G. Doody	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Joseph Tucci, Thomas (Tom) Bonadio, Joseph Doody, Pamela Joseph and Kevin Price is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director John B. Gibson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Joseph Tucci, Thomas (Tom) Bonadio, Joseph Doody, Pamela Joseph and Kevin Price is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director B. Thomas Golisano	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Joseph Tucci, Thomas (Tom) Bonadio, Joseph Doody, Pamela Joseph and Kevin Price is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Pamela A. Joseph	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Joseph Tucci, Thomas (Tom) Bonadio, Joseph Doody, Pamela Joseph and Kevin Price is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Theresa M. Payton	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Joseph Tucci, Thomas (Tom) Bonadio, Joseph Doody, Pamela Joseph and Kevin Price is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Kevin A. Price	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Joseph Tucci, Thomas (Tom) Bonadio, Joseph Doody, Pamela Joseph and Kevin Price is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Joseph M. Tucci	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Joseph Tucci, Thomas (Tom) Bonadio, Joseph Doody, Pamela Joseph and Kevin Price is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Joseph M. Velli	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Joseph Tucci, Thomas (Tom) Bonadio, Joseph Doody, Pamela Joseph and Kevin Price is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Paychex, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1k	Elect Director Kara Wilson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Joseph Tucci, Thomas (Tom) Bonadio, Joseph Doody, Pamela Joseph and Kevin Price is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review. While some concerns are noted in the LTI plan, annual incentives are largely based on pre-set objective measures and half of the equity awards were performance-based.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.66 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Singapore Exchange Limited

Meeting Date: 10/10/2024

Country: Singapore

Ticker: S68

Record Date:

Meeting Type: Annual

Primary Security ID: Y79946102

Shares Voted: 24,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Adopt Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: In the absence of any known issues concerning the company's audited accounts, financial statements, and statutory reports, a vote FOR this resolution is warranted.</i>				
2	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine dividend proposal.</i>				
3a	Elect Beh Swan Gin as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>				
3b	Elect Koh Boon Hwee as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>				
3c	Elect Tsien Samuel Nag as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>				
4	Approve Directors' Fees to be Paid to the Chairman	Mgmt	For	For	For
	<i>Voting Policy Rationale: Director fees in Singapore are usually reasonable. In the absence of known concerns over director fees at the company, a vote FOR these proposals is warranted.</i>				

Singapore Exchange Limited

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

Hargreaves Lansdown Plc

Meeting Date: 10/14/2024 **Country:** United Kingdom **Ticker:** HL
Record Date: 10/10/2024 **Meeting Type:** Special
Primary Security ID: G43940108

Shares Voted: 1,489

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Matters Relating to the Recommended Final Cash Acquisition of Hargreaves Lansdown plc by Harp Bidco Limited	Mgmt	For	For	For

Hargreaves Lansdown Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
<i>Voting Policy Rationale: A qualified vote FOR on this resolution is considered warranted: * The strategic merit of the transaction lies in avoiding the execution risk involved in continuing with a turnaround; and * Investors get the present value of what appears to be a moderately successful scenario, avoiding substantial execution risk.</i>					

Hargreaves Lansdown Plc

Meeting Date: 10/14/2024 **Country:** United Kingdom **Ticker:** HL
Record Date: 10/10/2024 **Meeting Type:** Court
Primary Security ID: G43940108

Shares Voted: 1,489

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

*Voting Policy Rationale: A qualified vote FOR this resolution is considered warranted: * The strategic merit of the transaction lies in avoiding the execution risk involved in continuing with a turnaround; and * Investors get the present value of what appears to be a moderately successful scenario, avoiding substantial execution risk.*

Meridian Energy Limited

Meeting Date: 10/15/2024 **Country:** New Zealand **Ticker:** MEL
Record Date: 10/11/2024 **Meeting Type:** Annual
Primary Security ID: Q5997E121

Shares Voted: 7,387,445

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Tania Simpson as Director	Mgmt	For	For	For

Voting Policy Rationale: A vote FOR the re-election of Independent Non-Executive Director Tania Simpson is warranted, given no material concerns arising from her re-election.

Telstra Group Limited

Meeting Date: 10/15/2024 **Country:** Australia **Ticker:** TLS
Record Date: 10/13/2024 **Meeting Type:** Annual
Primary Security ID: Q8975N105

Shares Voted: 2,825,140

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3a	Elect Roy H Chestnutt as Director	Mgmt	For	Against	Against

Telstra Group Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee member Roy Chestnutt for lack of diversity on the board.</i>				
4a	Approve Grant of Restricted Shares to Vicki Brady	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the grant of equity to CEO Vicki Brady, in the form of restricted shares and performance rights is warranted. The terms of the proposed equity grants are consistent with prior year grants and sufficiently aligned with shareholder interests. The grant of equity represents the deferred component of the company's FY24 Executive Variable Remuneration Plan (EVP), which is a combined STI and LTI structure, with outcomes being assessed at 63 percent of the CEO's maximum award opportunity for FY24. * Quantum is not materially misaligned with the company's performance, * Restricted shares are akin to the deferred component of a conventional STI, and subject to appropriate trading restrictions over one to four years, and * Performance rights are consistent with other LTI awards in this market, and subject to relative TSR performance with a graduated vesting scale. Concerns remain regarding the provision for "dividends on unvested shares" which is inconsistent with better market practice.</i>				
4b	Approve Grant of Performance Rights to Vicki Brady	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the grant of equity to CEO Vicki Brady, in the form of restricted shares and performance rights is warranted. The terms of the proposed equity grants are consistent with prior year grants and sufficiently aligned with shareholder interests. The grant of equity represents the deferred component of the company's FY24 Executive Variable Remuneration Plan (EVP), which is a combined STI and LTI structure, with outcomes being assessed at 63 percent of the CEO's maximum award opportunity for FY24. * Quantum is not materially misaligned with the company's performance, * Restricted shares are akin to the deferred component of a conventional STI, and subject to appropriate trading restrictions over one to four years, and * Performance rights are consistent with other LTI awards in this market, and subject to relative TSR performance with a graduated vesting scale. Concerns remain regarding the provision for "dividends on unvested shares" which is inconsistent with better market practice.</i>				
5	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A qualified vote FOR this resolution is warranted. No material misalignment of pay with performance and shareholder outcomes is observed for the period under review. The remuneration structure has delivered pay outcomes which are reasonably aligned with shareholder interests and there is superior disclosure of targets on a retrospective and prospective basis. The recommendation is qualified to raise concerns for the substantial sign-on bonus paid to new GE PC&C Kathryn van der Merwe which is inconsistent with good governance standards in the Australian market. Concerns also continue to exist regarding the provision for dividends that are paid on performance rights that vest, known as "dividends on unvested shares".</i>				
6	Appoint Deloitte Touche Tohmatsu as Auditor of the Company	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the appointment of Deloitte Touche Tohmatsu as the company's auditor is warranted. No material corporate governance concerns are noted. The company disclosed that the current auditor Ernst & Young has been the company's auditor since 2000. Following a competitive tender process conducted, the board has selected Deloitte to be appointed as the company's new auditor.</i>				

Qinghai Salt Lake Industry Co., Ltd.

Meeting Date: 10/16/2024 **Country:** China **Ticker:** 000792
Record Date: 10/11/2024 **Meeting Type:** Special
Primary Security ID: Y7170U105

Shares Voted: 39,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Appointment of Financial Auditor and Internal Control Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because no concerns have been identified.</i>				

Qinghai Salt Lake Industry Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Change in the Purpose of Repurchased Shares as well as Cancellation and Disposal Special Account Stocks of Bankrupt Enterprise Property for Cancellation and Capital Reduction	Mgmt	For	For	For

Voting Policy Rationale: A vote FOR is warranted because no concerns have been identified.

Shandong Weigao Group Medical Polymer Company Limited

Meeting Date: 10/16/2024 **Country:** China **Ticker:** 1066
Record Date: 10/10/2024 **Meeting Type:** Extraordinary Shareholders
Primary Security ID: Y76810103

Shares Voted: 135,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Distribution of an Interim Dividend	Mgmt	For	For	For
<i>Voting Policy Rationale: This is a routine dividend proposal that merits shareholder approval. A vote FOR this resolution is warranted.</i>					
2	Approve Amendments to the Issue Mandate	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted for the following: * The aggregate share issuance limit is 10 percent of the relevant class of shares for issuance for cash and non-cash consideration. * The company has specified a discount limit which is 10 percent for issuance for cash and non-cash consideration.</i>					
3	Approve Amendments to the Repurchase Mandate	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted given the absence of any known issues concerning the proposed H Share repurchase.</i>					

Auckland International Airport Limited

Meeting Date: 10/17/2024 **Country:** New Zealand **Ticker:** AIA
Record Date: 10/15/2024 **Meeting Type:** Annual
Primary Security ID: Q06213146

Shares Voted: 3,974,019

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Grant Devonport as Director	Mgmt	For	For	For

Auckland International Airport Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<p><i>Voting Policy Rationale: Item 1 A vote FOR the election of David (Grant) Devonport is warranted. His presence supports the continued composition of an entirely independent board structure, and no material corporate governance concerns have been identified in relation to this nominee. Item 2 and 4 A vote FOR the re-election of independent non-executive directors Mark Binns and Tania Simpson is warranted. Given they are members of the company's remuneration committee, some concerns for remuneration practices are observed. Item 3 A qualified vote FOR the re-election of Independent Non-Executive Director Dean Hamilton is warranted although the number of board commitments and concerns for overboarding are noted.</i></p>				
2	Elect Mark Binns as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Item 1 A vote FOR the election of David (Grant) Devonport is warranted. His presence supports the continued composition of an entirely independent board structure, and no material corporate governance concerns have been identified in relation to this nominee. Item 2 and 4 A vote FOR the re-election of independent non-executive directors Mark Binns and Tania Simpson is warranted. Given they are members of the company's remuneration committee, some concerns for remuneration practices are observed. Item 3 A qualified vote FOR the re-election of Independent Non-Executive Director Dean Hamilton is warranted although the number of board commitments and concerns for overboarding are noted.</i></p>				
3	Elect Dean Hamilton as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Item 1 A vote FOR the election of David (Grant) Devonport is warranted. His presence supports the continued composition of an entirely independent board structure, and no material corporate governance concerns have been identified in relation to this nominee. Item 2 and 4 A vote FOR the re-election of independent non-executive directors Mark Binns and Tania Simpson is warranted. Given they are members of the company's remuneration committee, some concerns for remuneration practices are observed. Item 3 A qualified vote FOR the re-election of Independent Non-Executive Director Dean Hamilton is warranted although the number of board commitments and concerns for overboarding are noted.</i></p>				
4	Elect Tania Simpson as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Item 1 A vote FOR the election of David (Grant) Devonport is warranted. His presence supports the continued composition of an entirely independent board structure, and no material corporate governance concerns have been identified in relation to this nominee. Item 2 and 4 A vote FOR the re-election of independent non-executive directors Mark Binns and Tania Simpson is warranted. Given they are members of the company's remuneration committee, some concerns for remuneration practices are observed. Item 3 A qualified vote FOR the re-election of Independent Non-Executive Director Dean Hamilton is warranted although the number of board commitments and concerns for overboarding are noted.</i></p>				
5	Authorize Board to Fix Remuneration of the Auditors	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted. No material corporate governance concerns have been identified in relation to the fees paid to the auditor.</i></p>				

Medtronic Plc

Meeting Date: 10/17/2024 **Country:** Ireland **Ticker:** MDT
Record Date: 08/23/2024 **Meeting Type:** Annual
Primary Security ID: G5960L103

Shares Voted: 26,877

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Craig Arnold	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Craig Arnold, Scott Donnelly and Lidia Fonseca is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>				
1b	Elect Director Scott C. Donnelly	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Craig Arnold, Scott Donnelly and Lidia Fonseca is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1c	Elect Director Lidia L. Fonseca	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Craig Arnold, Scott Donnelly and Lidia Fonseca is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Andrea J. Goldsmith	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Craig Arnold, Scott Donnelly and Lidia Fonseca is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Randall J. Hogan, III	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Craig Arnold, Scott Donnelly and Lidia Fonseca is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Gregory P. Lewis	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Craig Arnold, Scott Donnelly and Lidia Fonseca is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Kevin E. Lofton	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Craig Arnold, Scott Donnelly and Lidia Fonseca is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Geoffrey S. Martha	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Craig Arnold, Scott Donnelly and Lidia Fonseca is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Elizabeth G. Nabel	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Craig Arnold, Scott Donnelly and Lidia Fonseca is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Kendall J. Powell	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Craig Arnold, Scott Donnelly and Lidia Fonseca is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors and Authorize Board to fix Their Remuneration	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 7.10 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted although a concern is noted regarding the lack of disclosure in the LTI program. Nevertheless, performance shares vest on achievement of financial metrics and are measured over a multi-year performance period, while annual incentives are largely based on pre-set financial metrics.</i>				
4	Renew the Board's Authority to Issue Shares Under Irish Law	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amount and durations are within recommended limits.</i>				
5	Renew the Board's Authority to Opt-Out of Statutory Pre-Emptions Rights Under Irish Law	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amount and durations are within recommended limits.</i>				

Medtronic Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Authorize Overseas Market Purchases of Ordinary Shares	Mgmt	For	For	For

Voting Policy Rationale: A vote FOR this proposal is warranted, as the amount and duration are within recommended limits.

Seagate Technology Holdings plc

Meeting Date: 10/19/2024 **Country:** Ireland **Ticker:** STX
Record Date: 08/23/2024 **Meeting Type:** Annual
Primary Security ID: G7997R103

Shares Voted: 766

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Mark W. Adams	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) Cannon, Judy Bruner, Richard (Rick) Clemmer, and Jay Geldmacher is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Shankar Arumugavelu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) Cannon, Judy Bruner, Richard (Rick) Clemmer, and Jay Geldmacher is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Prat S. Bhatt	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) Cannon, Judy Bruner, Richard (Rick) Clemmer, and Jay Geldmacher is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Judy Bruner	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) Cannon, Judy Bruner, Richard (Rick) Clemmer, and Jay Geldmacher is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Michael R. Cannon	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) Cannon, Judy Bruner, Richard (Rick) Clemmer, and Jay Geldmacher is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Richard L. Clemmer	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) Cannon, Judy Bruner, Richard (Rick) Clemmer, and Jay Geldmacher is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Yolanda L. Conyers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) Cannon, Judy Bruner, Richard (Rick) Clemmer, and Jay Geldmacher is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Seagate Technology Holdings plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1h	Elect Director Jay L. Geldmacher	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) Cannon, Judy Bruner, Richard (Rick) Clemmer, and Jay Geldmacher is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1i	Elect Director Dylan G. Haggart	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) Cannon, Judy Bruner, Richard (Rick) Clemmer, and Jay Geldmacher is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1j	Elect Director William D. Mosley	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) Cannon, Judy Bruner, Richard (Rick) Clemmer, and Jay Geldmacher is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1k	Elect Director Stephanie Tilenius	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) Cannon, Judy Bruner, Richard (Rick) Clemmer, and Jay Geldmacher is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review.</i></p>					
3	Ratify Ernst & Young LLP as Auditors and Authorise Their Remuneration	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
4	Determine Price Range for Reissuance of Treasury Shares	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item for companies incorporated in Ireland and no significant concerns have been identified.</i></p>					

Credo Technology Group Holding Ltd

Meeting Date: 10/21/2024 **Country:** Cayman Islands **Ticker:** CRDO
Record Date: 08/19/2024 **Meeting Type:** Annual
Primary Security ID: G25457105

Shares Voted: 254

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Clyde Hosein	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Lip-Bu Tan and Manpreet Khaira for lack of diversity on the board. A vote FOR the remaining director nominee Clyde Hosein is warranted.</i></p>					
1.2	Elect Director Manpreet Khaira	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Lip-Bu Tan and Manpreet Khaira for lack of diversity on the board. A vote FOR the remaining director nominee Clyde Hosein is warranted.</i></p>					

Credo Technology Group Holding Ltd

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Director Lip-Bu Tan	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Lip-Bu Tan and Manpreet Khaira for lack of diversity on the board. A vote FOR the remaining director nominee Clyde Hosein is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; and * The company has not disclosed any risk mitigators, such as a clawback policy, CEO stock ownership guidelines, or stock holding period requirements.</i>				
3	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that: * The purchase price is reasonable; * The number of shares reserved is reasonable; * The offer period is within the limits prescribed by Section 423 of the Internal Revenue Code; and * The elimination of the evergreen feature is a positive change from a shareholder's perspective.</i>				
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				

Suncorp Group Limited

Meeting Date: 10/22/2024 **Country:** Australia **Ticker:** SUN
Record Date: 10/20/2024 **Meeting Type:** Annual
Primary Security ID: Q88040110

Shares Voted: 659,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Return of Capital to Ordinary Shareholders	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted, given that the capital reduction will apply equally to all shares, and no governance concerns have been identified.</i>				
2	Approve Consolidation of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted given that the share consolidation will apply equally to all shares, and no governance concerns have been identified.</i>				
3	Approve the Amendments to the Company's Constitution	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the amendments to the Constitution is warranted. The amendments appear to be largely administrative in nature, relate to a condition precedent to the sale of the Bank business, and reflect to amendments to legislation in the Metway Merger Act.</i>				
4a	Elect Gillian Brown as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Christine McLoughlin, Sylvia Falzon, Lindsay Tanner and Duncan West for lack of diversity on the board. Vote FOR the remaining director nominee Gillian Brown.</i>				
4b	Elect Sylvia Falzon as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Christine McLoughlin, Sylvia Falzon, Lindsay Tanner and Duncan West for lack of diversity on the board. Vote FOR the remaining director nominee Gillian Brown.</i>				

Suncorp Group Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4c	Elect Christine McLoughlin as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Christine McLoughlin, Sylvia Falzon, Lindsay Tanner and Duncan West for lack of diversity on the board. Vote FOR the remaining director nominee Gillian Brown.</i></p>					
4d	Elect Lindsay Tanner as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Christine McLoughlin, Sylvia Falzon, Lindsay Tanner and Duncan West for lack of diversity on the board. Vote FOR the remaining director nominee Gillian Brown.</i></p>					
4e	Elect Duncan West as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Vote AGAINST incumbent nominating committee members Christine McLoughlin, Sylvia Falzon, Lindsay Tanner and Duncan West for lack of diversity on the board. Vote FOR the remaining director nominee Gillian Brown.</i></p>					
5	Approve Increase in Non-Executive Director Fee Pool	Mgmt	None	For	For
<p><i>Voting Policy Rationale: A vote FOR the increase in the non-executive director fee pool is warranted. The company disclosed that the rationale for the proposed increase is to provide the necessary flexibility to continue to facilitate board renewal and board and committee composition changes in an orderly manner. There does not appear to be sufficient headroom to appoint an additional director under the current fee pool. Some concerns are raised for the level of Chair and director fees paid in FY24, noting that they continue to be in excess of the median of similar-sized companies in the ASX 26-50 peer group. In mitigating concerns somewhat, there are no proposed changes to board fees in FY25.</i></p>					
6	Approve Renewal of Proportional Takeover Provisions in the Constitution	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted on the basis that the passing of this resolution will ensure that shareholders will have an ability to vote to accept or reject a proportional takeover bid. This is superior to any potential disadvantages that may arise from such a constitutional inclusion.</i></p>					
7	Approve Remuneration Report	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the remuneration report is warranted. There is a low concern for misalignment in quantitative pay for performance analysis. There was no fixed remuneration increase to the CEO, STI bonuses appear to be aligned with performance, successive years of share price appreciation and the sale of the Bank business to ANZ, and LTI vesting was not subject to additional board discretion.</i></p>					
8	Approve Grant of Performance Rights to Steven Johnston	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A qualified vote FOR the FY25 LTI grant is warranted. * The company has increased the performance period to four years, being consistent with better market practice and other APRA-regulated entities; * There is a 70 percent majority weighting to relative TSR, being sufficiently aligned with shareholder outcomes and market practice; and * The remaining 30 percent of the LTI is based on non-financial measures as required by APRA Prudential Standard CPS 511, with increased deferral of vesting out to six years (equally over years four, five, and six). The qualification is to highlight concern and potential misalignment with shareholders. There is a 30 percent weighting to a "customer satisfaction" measure and "trust and reputation" measure which are not considered to be well aligned with non-financial targets which more closely related to risk and prudential matters being the subject of APRA's oversight, or in addressing the issues and risks identified in the 2018 Royal Commission.</i></p>					

Adyen NV

Meeting Date: 10/23/2024

Country: Netherlands

Ticker: ADYEN

Record Date: 09/25/2024

Meeting Type: Extraordinary Shareholders

Primary Security ID: N3501V104

Shares Voted: 138

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Extraordinary Meeting Agenda Open Meeting	Mgmt			
<i>Voting Policy Rationale: No vote is required for this item.</i>					
2	Elect Tom Adams to Management Board	Mgmt	For	For	For
<i>Voting Policy Rationale: A qualified vote FOR this election is warranted because: * The nominee is elected for a term not exceeding four years; * The candidate appears to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidate. However, the proposed base salary for Tom Adams is 44.93 higher than the current CTO and is granted a sign-on bonus without the company providing any compelling rationale nor how the size of the bonus has been determined and whether it is in line with the value of forfeited awards at previous employer. Furthermore, the sign-on bonus includes a RSU part which will vest as of the first anniversary of grant and for 4 years equally, which is not in line with best corporate governance practices as it vests before the third-year anniversary of grant.</i>					
3	Close Meeting	Mgmt			
<i>Voting Policy Rationale: No vote is required for this item.</i>					

Barratt Developments Plc

Meeting Date: 10/23/2024 Country: United Kingdom Ticker: BTRW
 Record Date: 10/21/2024 Meeting Type: Annual
 Primary Security ID: G08288105

Shares Voted: 24,189

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>					
2	Approve Remuneration Report	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the remuneration report is considered warranted, although it is not without concern for shareholders: * The FY2024 bonus paid out at c.90% of maximum, despite fall in profit and other key performance indicators. The main reasons for support are: * Profit recorded was positioned at the upper end of guidance; * There are some strengths in operational performance and the balance sheet remains strong; and * Share price has improved during the year.</i>					
3	Approve Final Dividend	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>					
4	Re-elect Caroline Silver as Director	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Caroline Silver, John (Jock) Lennox, Katie Bickerstaffe, Jasi Halaj, Nigel Webb and Christopher (Chris) Weston is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>					

Barratt Developments Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Re-elect Jasi Halai as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Caroline Silver, John (Jock) Lennox, Katie Bickerstaffe, Jasi Halai, Nigel Webb and Christopher (Chris) Weston is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
6	Re-elect Nigel Webb as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Caroline Silver, John (Jock) Lennox, Katie Bickerstaffe, Jasi Halai, Nigel Webb and Christopher (Chris) Weston is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
7	Re-elect David Thomas as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Caroline Silver, John (Jock) Lennox, Katie Bickerstaffe, Jasi Halai, Nigel Webb and Christopher (Chris) Weston is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
8	Re-elect Steven Boyes as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Caroline Silver, John (Jock) Lennox, Katie Bickerstaffe, Jasi Halai, Nigel Webb and Christopher (Chris) Weston is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
9	Re-elect Mike Scott as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Caroline Silver, John (Jock) Lennox, Katie Bickerstaffe, Jasi Halai, Nigel Webb and Christopher (Chris) Weston is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
10	Re-elect Katie Bickerstaffe as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Caroline Silver, John (Jock) Lennox, Katie Bickerstaffe, Jasi Halai, Nigel Webb and Christopher (Chris) Weston is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
11	Re-elect Jock Lennox as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Caroline Silver, John (Jock) Lennox, Katie Bickerstaffe, Jasi Halai, Nigel Webb and Christopher (Chris) Weston is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
12	Re-elect Chris Weston as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Caroline Silver, John (Jock) Lennox, Katie Bickerstaffe, Jasi Halai, Nigel Webb and Christopher (Chris) Weston is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
13	Elect Matthew Pratt as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Caroline Silver, John (Jock) Lennox, Katie Bickerstaffe, Jasi Halai, Nigel Webb and Christopher (Chris) Weston is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
14	Elect Nicky Dullieu as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Caroline Silver, John (Jock) Lennox, Katie Bickerstaffe, Jasi Halai, Nigel Webb and Christopher (Chris) Weston is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
15	Elect Geeta Nanda as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Caroline Silver, John (Jock) Lennox, Katie Bickerstaffe, Jasi Halai, Nigel Webb and Christopher (Chris) Weston is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				

Barratt Developments Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
16	Reappoint Deloitte LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 15.0 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
17	Authorise the Audit and Risk Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 15.0 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
18	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				
19	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
20	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
21	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
22	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				
23	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>				

EBOS Group Limited

Meeting Date: 10/23/2024

Country: New Zealand

Ticker: EBO

Record Date: 10/21/2024

Meeting Type: Annual

Primary Security ID: Q33853112

Shares Voted: 615,490

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Matthew Muscio as Director	Mgmt	For	For	For

EBOS Group Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<p><i>Voting Policy Rationale: Item 1 A qualified vote FOR the election of Non-Independent Non-Executive Director Matthew Muscio is warranted having considered the majority independent composition of the board and that there are no material corporate governance concerns identified in relation to his nomination. Items 2 and 3 A qualified vote FOR the re-election of independent non-executive directors Tracey Batten and Elizabeth Coutts is warranted. The qualification is to highlight that they are members of the remuneration committee and concerns regarding the company's remuneration practices have been identified.</i></p>				
2	Elect Tracey Batten as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Item 1 A qualified vote FOR the election of Non-Independent Non-Executive Director Matthew Muscio is warranted having considered the majority independent composition of the board and that there are no material corporate governance concerns identified in relation to his nomination. Items 2 and 3 A qualified vote FOR the re-election of independent non-executive directors Tracey Batten and Elizabeth Coutts is warranted. The qualification is to highlight that they are members of the remuneration committee and concerns regarding the company's remuneration practices have been identified.</i></p>				
3	Elect Elizabeth Coutts as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Item 1 A qualified vote FOR the election of Non-Independent Non-Executive Director Matthew Muscio is warranted having considered the majority independent composition of the board and that there are no material corporate governance concerns identified in relation to his nomination. Items 2 and 3 A qualified vote FOR the re-election of independent non-executive directors Tracey Batten and Elizabeth Coutts is warranted. The qualification is to highlight that they are members of the remuneration committee and concerns regarding the company's remuneration practices have been identified.</i></p>				
4	Approve the Increase in Maximum Aggregate Remuneration of Non-Executive Directors	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST this resolution is warranted. Concerns are highlighted for successive fee pool increases, noting that that the level of chair and NED fees are well above than New Zealand market capitalisation peers. The proposed increase in NED fee cap would allow the company to increase individual fees which would further contribute to put NED fees at this company well above its NZX-listed market capitalisation peers.</i></p>				
5	Authorize Board to Fix Remuneration of the Auditors	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted because no corporate governance concerns have been identified in relation to the fees paid to the auditor.</i></p>				

Fletcher Building Limited

Meeting Date: 10/23/2024

Country: New Zealand

Ticker: FBU

Record Date: 10/21/2024

Meeting Type: Annual

Primary Security ID: Q3915B105

Shares Voted: 7,150,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Cathy Quinn as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Items 1 and 2 A vote FOR the (re)-election of Catherine (Cathy) Quinn and Anthony (Tony) Dragicevich is warranted. Their presence contributes to the continued composition of a majority independent board structure. There are no material corporate governance concerns with regard to their candidacies as directors, in the face of significant refreshment of board and management to address performance and accountability. Item 3 A vote FOR the election of Andrew Reding is given his integral role at the company as CEO.</i></p>				

Fletcher Building Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Elect Tony Dragicevich as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Items 1 and 2 A vote FOR the (re)-election of Catherine (Cathy) Quinn and Anthony (Tony) Dragicevich is warranted. Their presence contributes to the continued composition of a majority independent board structure. There are no material corporate governance concerns with regard to their candidacies as directors, in the face of significant refreshment of board and management to address performance and accountability. Item 3 A vote FOR the election of Andrew Reding is given his integral role at the company as CEO.</i></p>					
3	Elect Andrew Reding as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Items 1 and 2 A vote FOR the (re)-election of Catherine (Cathy) Quinn and Anthony (Tony) Dragicevich is warranted. Their presence contributes to the continued composition of a majority independent board structure. There are no material corporate governance concerns with regard to their candidacies as directors, in the face of significant refreshment of board and management to address performance and accountability. Item 3 A vote FOR the election of Andrew Reding is given his integral role at the company as CEO.</i></p>					
4	Authorize Board to Fix Remuneration of the Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted because no corporate governance concerns have been identified in relation to the fees paid to the auditor.</i></p>					
5	Approve Remuneration Report	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted. * No material misalignment is observed between pay, performance and shareholder outcomes for the period under review. * There were no STI bonuses for FY24. * The LTI is in line with shareholder interests and nil LTI vesting in FY24 is sufficiently aligned with weak company and shareholder outcomes. The primary concern is for re-testing of the LTI being materially inconsistent with accepted market practice. The July 2021 LTI did not meet the minimum threshold performance and is now in the 12-month re-test period.</i></p>					

Freightways Group Limited

Meeting Date: 10/23/2024

Country: New Zealand

Ticker: FRW

Record Date: 10/21/2024

Meeting Type: Annual

Primary Security ID: Q3956J108

Shares Voted: 912,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Mark Cairns as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Items 1 and 3 A qualified vote FOR the re-election of Independent Non-Executive Directors Mark Cairns and Fiona Oliver is warranted. The qualification is to highlight that they are members of Freightways' remuneration committee and problematic pay practices are observed. The re-election of Mr Cairns is also qualified to highlight that he is the board chair and the company failed to meet the NZX Code requirement to lodge its notice of meeting at least 20 working days prior to the AGM. This matter represents inconsistency with many NZX-listed entities and shareholders' corporate governance expectations. Item 2 A vote FOR the re-election of Abigail Foote is warranted. Her presence supports the continued composition of an entirely independent Freightways board and no corporate governance concerns have been identified in relation to her nomination.</i></p>					
2	Elect Abigail Foote as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Items 1 and 3 A qualified vote FOR the re-election of Independent Non-Executive Directors Mark Cairns and Fiona Oliver is warranted. The qualification is to highlight that they are members of Freightways' remuneration committee and problematic pay practices are observed. The re-election of Mr Cairns is also qualified to highlight that he is the board chair and the company failed to meet the NZX Code requirement to lodge its notice of meeting at least 20 working days prior to the AGM. This matter represents inconsistency with many NZX-listed entities and shareholders' corporate governance expectations. Item 2 A vote FOR the re-election of Abigail Foote is warranted. Her presence supports the continued composition of an entirely independent Freightways board and no corporate governance concerns have been identified in relation to her nomination.</i></p>					

Freightways Group Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Elect Fiona Oliver as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Items 1 and 3 A qualified vote FOR the re-election of Independent Non-Executive Directors Mark Cairns and Fiona Oliver is warranted. The qualification is to highlight that they are members of Freightways' remuneration committee and problematic pay practices are observed. The re-election of Mr Cairns is also qualified to highlight that he is the board chair and the company failed to meet the NZX Code requirement to lodge its notice of meeting at least 20 working days prior to the AGM. This matter represents inconsistency with many NZX-listed entities and shareholders' corporate governance expectations. Item 2 A vote FOR the re-election of Abigail Foote is warranted. Her presence supports the continued composition of an entirely independent Freightways board and no corporate governance concerns have been identified in relation to her nomination.</i></p>					
4	Authorize Board to Fix Remuneration of the Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted because no corporate governance concerns have been identified in relation to the fees paid to the auditor.</i></p>					

Parker-Hannifin Corporation

Meeting Date: 10/23/2024 **Country:** USA **Ticker:** PH
Record Date: 09/06/2024 **Meeting Type:** Annual
Primary Security ID: 701094104

Shares Voted: 2,925

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Denise Russell Fleming	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1b	Elect Director Lance M. Fritz	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1c	Elect Director Linda A. Harty	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1d	Elect Director Kevin A. Lobo	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1e	Elect Director Jennifer A. Parmentier	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1f	Elect Director E. Jean Savage	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1g	Elect Director Joseph Scaminace	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1h	Elect Director Laura K. Thompson	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					

Parker-Hannifin Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1i	Elect Director James R. Verrier	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1j	Elect Director James L. Wainscott	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance were reasonably aligned for the year under consideration. Though the rigor of PSUs could be improved, equity awards were targeted to be half performance-conditioned with multi-year performance periods and forward-looking pre-set targets. Moreover, annual incentives were entirely based on pre-set financial metrics.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.75 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Bio-Techne Corporation

Meeting Date: 10/24/2024

Country: USA

Ticker: TECH

Record Date: 08/29/2024

Meeting Type: Annual

Primary Security ID: 09073M104

Shares Voted: 2,146

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Fix Number of Directors at Nine	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as the number of directors would not change, and the proposal is not motivated by a desire to entrench management.</i>				
2a	Elect Director Robert V. Baumgartner	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Higgins, Joseph Keegan and Alpna Seth is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2b	Elect Director Julie L. Bushman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Higgins, Joseph Keegan and Alpna Seth is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2c	Elect Director Judith Klimovsky	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Higgins, Joseph Keegan and Alpna Seth is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2d	Elect Director John L. Higgins	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Higgins, Joseph Keegan and Alpna Seth is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2e	Elect Director Kim Kelderman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Higgins, Joseph Keegan and Alpna Seth is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Bio-Techne Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2f	Elect Director Alpna Seth	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Higgins, Joseph Keegan and Alpna Seth is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2g	Elect Director Rupert Vessey	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Higgins, Joseph Keegan and Alpna Seth is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2h	Elect Director Joseph D. Keegan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Higgins, Joseph Keegan and Alpna Seth is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2i	Elect Director Roeland Nusse	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Higgins, Joseph Keegan and Alpna Seth is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * A majority of equity awards to the CEO are not tied to performance-contingent pay elements; * High CEO pay relative to company performance compared to the company's peers. Additionally, a vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; * The company has not disclosed any risk mitigators, such as a clawback policy, CEO stock ownership guidelines, or stock holding period requirements.</i>				
4	Ratify KPMG, LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				

Chorus Limited

Meeting Date: 10/24/2024 **Country:** New Zealand **Ticker:** CNU
Record Date: 10/22/2024 **Meeting Type:** Annual
Primary Security ID: Q2R814102

Shares Voted: 1,849,515

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Miriam Dean as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the re-election of Miriam Dean and Neal Barclay is warranted. Their presence supports the continued composition of an entirely independent Chorus board and no corporate governance concerns have been identified in relation to their nomination.</i>				
2	Elect Neal Barclay as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the re-election of Miriam Dean and Neal Barclay is warranted. Their presence supports the continued composition of an entirely independent Chorus board and no corporate governance concerns have been identified in relation to their nomination.</i>				

Chorus Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve the Increase in Maximum Aggregate Remuneration of Directors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the resolution to increase the NED fee pool is warranted: * The current level of fees paid to NEDs and the chairman are not excessive and observed to be below the average of fees in the NZX-listed market cap peer group of companies in the NZ\$2.80 billion to NZ\$7.15 billion range. * The proposed increase in the directors' fee pool is intended to provide sufficient flexibility for the company to appropriately remunerate directors for additional board and committee work including special projects and situations, and to better reflect the increased level of governance responsibilities. * The NED fee pool has not been increased since 2019. The proposed change in fee pool presents a modest year-on-year increase of approximately 3.1 percent since that period.</i>					
4	Authorize Board to Fix Remuneration of the Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted given that no material corporate governance concerns have been identified in relation to the fees paid to the auditor.</i>					

CleanSpark, Inc.

Meeting Date: 10/25/2024 **Country:** USA **Ticker:** CLSK
Record Date: 09/06/2024 **Meeting Type:** Special
Primary Security ID: 18452B209

Shares Voted: 1,026

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Increase Authorized Common Stock	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted as the proposed increase in the number of authorized shares of common stock is reasonable and there are no substantial concerns about the company's past use of shares.</i>					
2	Adjourn Meeting	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the underlying proposal merits support.</i>					

Port of Tauranga Limited

Meeting Date: 10/25/2024 **Country:** New Zealand **Ticker:** POT
Record Date: 10/23/2024 **Meeting Type:** Annual
Primary Security ID: Q7701D134

Shares Voted: 1,587,245

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Julia Hoare as Director	Mgmt	For	For	For

Port of Tauranga Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<p><i>Voting Policy Rationale: Items 1 and 2 A vote FOR the re-election of Julia Hoare and Alison Andrew is warranted. However, they are members of the remuneration committee, and problematic pay practices and inconsistency with the NZX Code are observed in regard to transparency of remuneration disclosure. Item 3 A vote FOR the election of Fraser Whineray is warranted. He is a representative of a substantial shareholder, Quayside Securities Ltd, whose board representation of 29 percent or two out of seven directors does not exceed its ownership interest in the company of 54.14 percent. The board is majority independent and no wider corporate governance concerns have been identified in relation to this nominee. Item 4 A vote FOR the election of Sir Robert (Rob) McLeod is warranted having considered the composition of the board, which is classified as comprising 57 percent of independent directors, and given that there are no material corporate governance concerns identified in relation to his nomination.</i></p>				
2	Elect Alison Andrew as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Items 1 and 2 A vote FOR the re-election of Julia Hoare and Alison Andrew is warranted. However, they are members of the remuneration committee, and problematic pay practices and inconsistency with the NZX Code are observed in regard to transparency of remuneration disclosure. Item 3 A vote FOR the election of Fraser Whineray is warranted. He is a representative of a substantial shareholder, Quayside Securities Ltd, whose board representation of 29 percent or two out of seven directors does not exceed its ownership interest in the company of 54.14 percent. The board is majority independent and no wider corporate governance concerns have been identified in relation to this nominee. Item 4 A vote FOR the election of Sir Robert (Rob) McLeod is warranted having considered the composition of the board, which is classified as comprising 57 percent of independent directors, and given that there are no material corporate governance concerns identified in relation to his nomination.</i></p>				
3	Elect Fraser Whineray as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Items 1 and 2 A vote FOR the re-election of Julia Hoare and Alison Andrew is warranted. However, they are members of the remuneration committee, and problematic pay practices and inconsistency with the NZX Code are observed in regard to transparency of remuneration disclosure. Item 3 A vote FOR the election of Fraser Whineray is warranted. He is a representative of a substantial shareholder, Quayside Securities Ltd, whose board representation of 29 percent or two out of seven directors does not exceed its ownership interest in the company of 54.14 percent. The board is majority independent and no wider corporate governance concerns have been identified in relation to this nominee. Item 4 A vote FOR the election of Sir Robert (Rob) McLeod is warranted having considered the composition of the board, which is classified as comprising 57 percent of independent directors, and given that there are no material corporate governance concerns identified in relation to his nomination.</i></p>				
4	Elect Robert McLeod as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: Items 1 and 2 A vote FOR the re-election of Julia Hoare and Alison Andrew is warranted. However, they are members of the remuneration committee, and problematic pay practices and inconsistency with the NZX Code are observed in regard to transparency of remuneration disclosure. Item 3 A vote FOR the election of Fraser Whineray is warranted. He is a representative of a substantial shareholder, Quayside Securities Ltd, whose board representation of 29 percent or two out of seven directors does not exceed its ownership interest in the company of 54.14 percent. The board is majority independent and no wider corporate governance concerns have been identified in relation to this nominee. Item 4 A vote FOR the election of Sir Robert (Rob) McLeod is warranted having considered the composition of the board, which is classified as comprising 57 percent of independent directors, and given that there are no material corporate governance concerns identified in relation to his nomination.</i></p>				
5	Approve Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted because no corporate governance concerns have been identified in relation to the fees paid to the auditor.</i></p>				

Mediobanca Banca di Credito Finanziario SpA

Meeting Date: 10/28/2024

Country: Italy

Ticker: MB

Record Date: 10/17/2024

Meeting Type: Annual/Special

Primary Security ID: T10584117

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Ordinary Business	Mgmt			
1a	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted due to a lack of concern regarding the accounts presented, audit procedures used, and the proposed dividend distribution. Support for the approval of the financial statements is however qualified due to the shareholder meeting format, which will not allow shareholders to actively participate in the AGM and interact with the management during the meeting.</i>				
1b	Approve Allocation of Income	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted due to a lack of concern regarding the accounts presented, audit procedures used, and the proposed dividend distribution. Support for the approval of the financial statements is however qualified due to the shareholder meeting format, which will not allow shareholders to actively participate in the AGM and interact with the management during the meeting.</i>				
2	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: This item warrants a vote FOR because the proposed authorization is unproblematic.</i>				
3a	Approve Remuneration Policy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted because the proposed remuneration policy and the annual performance share scheme are sufficiently well described and do not contravene acceptable European executive remuneration practice.</i>				
3b	Approve Second Section of the Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: This item warrants a vote FOR because the 2023/2024 compensation practices of the company do not raise major concerns.</i>				
3c	Approve Annual Performance Share Scheme	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these items is warranted because the proposed remuneration policy and the annual performance share scheme are sufficiently well described and do not contravene acceptable European executive remuneration practice.</i>				
	Extraordinary Business	Mgmt			
1	Authorize Cancellation of Treasury Shares without Reduction of Share Capital; Amend Article 4	Mgmt	For	For	For
	<i>Voting Policy Rationale: This item warrants a vote FOR because the proposed cancellation of treasury shares could potentially increase the value of each share and shares' profitability.</i>				

Wolters Kluwer NV

Meeting Date: 10/28/2024

Country: Netherlands

Ticker: WKL

Record Date: 09/30/2024

Meeting Type: Extraordinary Shareholders

Primary Security ID: N9643A197

Wolters Kluwer NV

Shares Voted: 2,205

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Extraordinary Meeting Agenda	Mgmt			
	Open Meeting	Mgmt			
<i>Voting Policy Rationale: No vote is required for this item.</i>					
2	Elect Anjana Harve to Supervisory Board	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this election is warranted because: * The candidate appears to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidate. However, we do note that the proposed election will expire on the 2029 AGM, which is in excess of four-year term. This is mitigated by the fact that as this election is proposed during an EGM which is held between the 2024 and 2025 AGMs, it is common practice in Netherlands to start counting the term of the nominee as of the next AGM, which is the 2025 AGM.</i>					
3	Close Meeting	Mgmt			
<i>Voting Policy Rationale: No vote is required for this item.</i>					

CapitaLand Integrated Commercial Trust

Meeting Date: 10/29/2024

Country: Singapore

Ticker: C38U

Record Date:

Meeting Type: Extraordinary Shareholders

Primary Security ID: Y0259J109

Shares Voted: 818,425

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Proposed Acquisition	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the proposed transaction in view of the following: * the prime location of the Property in Orchard Road is expected to provide high foot traffic which strengthens the overall appeal to shoppers, combined with a strong demand for retail space to boost occupancy rates and drive revenue growth; * the acquisition enables the trust to further have diversified streams of income to allow greater financial flexibility and maintain the trust's track record of resilience and market leadership; and * the amount of the total acquisition outlay is deemed fair given that it is at a discount to the Agreed Property Value of the Property (attributable to 50 percent interests in the Property).</i>					

Cintas Corporation

Meeting Date: 10/29/2024

Country: USA

Ticker: CTAS

Record Date: 09/12/2024

Meeting Type: Annual

Primary Security ID: 172908105

Shares Voted: 1,120

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Melanie W. Barstad	Mgmt	For	Against	Against

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Joseph Scaminace, Melanie Barstad, Karen Carnahan, Martin (Marty) Mucci, and Ronald Tysoe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Beverly K. Carmichael	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Joseph Scaminace, Melanie Barstad, Karen Carnahan, Martin (Marty) Mucci, and Ronald Tysoe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Karen L. Carnahan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Joseph Scaminace, Melanie Barstad, Karen Carnahan, Martin (Marty) Mucci, and Ronald Tysoe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Robert E. Coletti	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Joseph Scaminace, Melanie Barstad, Karen Carnahan, Martin (Marty) Mucci, and Ronald Tysoe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Scott D. Farmer	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Joseph Scaminace, Melanie Barstad, Karen Carnahan, Martin (Marty) Mucci, and Ronald Tysoe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Martin Mucci	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Joseph Scaminace, Melanie Barstad, Karen Carnahan, Martin (Marty) Mucci, and Ronald Tysoe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Joseph Scaminace	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Joseph Scaminace, Melanie Barstad, Karen Carnahan, Martin (Marty) Mucci, and Ronald Tysoe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Todd M. Schneider	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Joseph Scaminace, Melanie Barstad, Karen Carnahan, Martin (Marty) Mucci, and Ronald Tysoe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Ronald W. Tysoe	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Joseph Scaminace, Melanie Barstad, Karen Carnahan, Martin (Marty) Mucci, and Ronald Tysoe is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review. While some concerns are noted, annual incentives were primarily based on quantitative pre-set goals, and a majority of the equity awards were performance-conditioned.</i>				
3	Amend Omnibus Stock Plan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factors: * The plan cost is excessive * The estimated duration of available and proposed shares exceeds six years; and * The plan allows broad discretion to accelerate vesting.</i>				

Cintas Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 16.06 percent of the fees paid to the auditor are for non-audit purposes.</i>					
5	Report on Effectiveness of Diversity, Equity and Inclusion Efforts and Metrics	SH	Against	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as reporting quantitative, comparable diversity data would allow shareholders to better assess the effectiveness of the company's diversity, equity and inclusion efforts and management of related risks.</i>					
6	Report on Efforts to Reduce GHG Emissions in Alignment with Paris Agreement Goal	SH	Against	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as shareholders would benefit from clearer details about the company's plan to achieve its net zero goal.</i>					
7	Report on Political Contributions	SH	Against	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted, as increased disclosure of the company's direct and indirect political contributions through all tax-exempt organizations could help shareholders more comprehensively evaluate the company's management of related risks and benefits.</i>					

CSL Limited

Meeting Date: 10/29/2024 **Country:** Australia **Ticker:** CSL
Record Date: 10/27/2024 **Meeting Type:** Annual
Primary Security ID: Q3018U109

Shares Voted: 49,255

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2a	Elect Brian McNamee as Director	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Brian McNamee, Robert Andrew Cuthbertson and Alison Watkins is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>					
2b	Elect Andrew Cuthbertson as Director	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Brian McNamee, Robert Andrew Cuthbertson and Alison Watkins is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>					
2c	Elect Alison Watkins as Director	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Brian McNamee, Robert Andrew Cuthbertson and Alison Watkins is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>					
2d	Elect Samantha Lewis as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Brian McNamee, Robert Andrew Cuthbertson and Alison Watkins is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>					

CSL Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2e	Elect Elaine Sorg as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Brian McNamee, Robert Andrew Cuthbertson and Alison Watkins is warranted for lack of diversity on the board. A vote FOR the remaining nominees is warranted.</i>				
3	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A qualified vote FOR the remuneration report is warranted. * STI bonuses appear sufficiently aligned with the company's FY24 performance, and LTI vesting is in line with shareholder-approved performance targets. * The company introduced changes to the ROIC performance metric for LTI grants from FY24 onwards which are now better aligned with accepted market practice, and the company has returned to disclosing the specific and quantified targets of the financial measures in the STI. The key concerns to be highlighted include: * The quantum of the CEO's full year total remuneration is well above Australian market medians and leading to a high concern in quantitative pay for performance analysis. * The STI bonus continues to be subject to achievement of non-financial performance measures representing 40 percent of the STI scorecard, with many of these objectives appearing to be 'day job' responsibilities of executives. * The granting of excessive sign-on bonuses to new senior executives persists and erodes the value of STIs and LTIs if they are so readily replaced with sign-on payments from a new employer. * The Chairman's fees remain well above market median.</i>				
4	Approve Grant of Performance Share Units to Paul McKenzie	Mgmt	For	For	For
	<i>Voting Policy Rationale: A qualified vote FOR the grant of PSUs to the CEO is warranted. Apart from the introduction of a one-year holding lock, the structure of the grant is essentially the same as in the prior year with ROIC and EPS growth targets over a three year performance period. The qualification is raised to highlight the following persisting concerns: * The quantum of the CEO's FY25 LTI grant is excessive, given it is well above the median of both Australian market capitalisation (ASX1-25) and industry peers, being 3.3x and 4.4x the median, respectively. * The EPS growth and ROIC performance hurdles being set a less challenging levels compared to the prior year: * EPS growth: threshold level commences at a growth rate of 12.4 percent p.a. (FY24: 15.6 percent) and maximum vesting at a targeted growth rate of 13.8 percent p.a. or above (FY24: 17.3 percent). * ROIC: maximum vesting at 12.3 percent average ROIC (previous grant was 12.8 percent) * A three-year performance period may be considered by shareholders as inferior to similar-sized companies in the ASX 1-25 peer group.</i>				
5	Approve Re-insertion of Proportional Takeover Approval Provisions in Constitution	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted on the basis that the passing of this resolution will ensure that shareholders will have an ability to vote to accept or reject a proportional takeover bid. This is superior to any potential disadvantages that may arise from such a constitutional inclusion.</i>				
6	Approve Potential Leaving Entitlements for Directors of CSL Subsidiary Entities, Excluding KMP and GLG Members	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted on the basis that this resolution does not seek to increase or change the company's existing policy and practices, but rather preserves the discretion of the board to determine the most appropriate termination package</i>				
7	Approve Increase to Non-Executive Director Fee Cap	Mgmt	None	For	For
	<i>Voting Policy Rationale: A qualified vote FOR this resolution is warranted. No material governance issues have been identified. The qualification is raised to highlight the high quantum of the proposed increase.</i>				

PICC Property and Casualty Company Limited

Meeting Date: 10/29/2024

Country: China

Ticker: 2328

Record Date: 10/23/2024

Meeting Type: Extraordinary Shareholders

Primary Security ID: Y6975Z103

PICC Property and Casualty Company Limited

Shares Voted: 46,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Interim Profit Distribution Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted given that this is a reasonable request that is made in line with applicable laws in China.</i>					
2	Elect Gong Xinyu as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the election of Gong Xinyu is warranted given the absence of any known issues concerning the said nominee and the company's board and committee dynamics.</i>					

Sichuan Chuantou Energy Co., Ltd.

Meeting Date: 10/29/2024

Country: China

Ticker: 600674

Record Date: 10/23/2024

Meeting Type: Special

Primary Security ID: Y7925C103

Shares Voted: 62,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Related Party Transaction in Relation to Signing of the Agreement on Capital Injection to Yalong River Basin Hydropower Development Co., Ltd.	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					
2	Approve Related Party Transaction in Relation to Capital Injection to Guo Neng Dadu River Basin Hydropower Development Co., Ltd.	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					
3	Amend Financing Plan and Program	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because the funds will be needed by the company to facilitate its daily operations and business development.</i>					

Sungrow Power Supply Co., Ltd.

Meeting Date: 10/29/2024

Country: China

Ticker: 300274

Record Date: 10/23/2024

Meeting Type: Special

Primary Security ID: Y8211M102

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve the Company's Overseas Issuance of GDR and Listing on the Frankfurt Stock Exchange in Germany	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fund-raising capacity.</i>				
	APPROVE OVERSEAS ISSUANCE OF GDR AND LISTING ON FRANKFURT STOCK EXCHANGE IN GERMANY	Mgmt			
2.1	Approve Type and Par Value of Securities Issued	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fund-raising capacity.</i>				
2.2	Approve Listing Location	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fund-raising capacity.</i>				
2.3	Approve Issue Manner and Issue Time	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fund-raising capacity.</i>				
2.4	Approve Target Subscribers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fund-raising capacity.</i>				
2.5	Approve Basic Share Issuance Scale	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fund-raising capacity.</i>				
2.6	Approve the Scale of GDR During its Existence Period	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fund-raising capacity.</i>				
2.7	Approve the Conversion Rate Between GDR and the Underlying A-Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fund-raising capacity.</i>				
2.8	Approve Pricing Method	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fund-raising capacity.</i>				
2.9	Approve the Conversion Restriction Period Between GDR and the Underlying A-Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fund-raising capacity.</i>				

Sungrow Power Supply Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.10	Approve Amount and Usage of Raised Funds	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fund-raising capacity.</i>				
2.11	Approve Arrangement of Accumulated Profits	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fund-raising capacity.</i>				
2.12	Approve Underwriting Method	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fund-raising capacity.</i>				
2.13	Approve Resolution Validity Period	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fund-raising capacity.</i>				
3	Approve the Company's Compliance with the Conditions for Issuing New Domestic Basic A-Shares through Overseas GDR Issuance	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fund-raising capacity.</i>				
4	Approve the Issuance Plan for the New Domestic Basic A-Shares from the Company's Overseas Issuance of GDR	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fund-raising capacity.</i>				
5	Approve Demonstration Analysis Report on the Company's Overseas GDR Issuance Plan for the Issuance of New Domestic Basic A-Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fund-raising capacity.</i>				
6	Approve Feasibility Analysis Report on the Intended Usage of Raised Funds	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fund-raising capacity.</i>				
7	Approve Special Report on the Usage of Previously Raised Funds	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fund-raising capacity.</i>				

Sungrow Power Supply Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8	Approve the Diluted Immediate Return of Newly Issued Domestic Basic A-Shares in GDR Overseas by the Company and the Company's Compensatory Measures and Commitments by Relevant Entities	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fund-raising capacity.</i>				
9	Approve Shareholder Dividend Return Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fund-raising capacity.</i>				
10	Approve Authorization of Board to Handle All Related Matters	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fund-raising capacity.</i>				
11	Approve Purchase of Liability Insurance for Directors, Supervisors and Senior Management Members and Prospectus Liability Insurance	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
12	Approve Provision of Guarantee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
	AMEND THE ARTICLES OF ASSOCIATION AND SOME SYSTEMS	Mgmt			
13.1	Approve Amendments to Articles of Association	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
13.2	Amend Rules and Procedures Regarding General Meetings of Shareholders	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted given the company has not specified the details and the provisions covered under the proposed amendments.</i>				
13.3	Amend Rules and Procedures Regarding Meetings of Board of Directors	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted given the company has not specified the details and the provisions covered under the proposed amendments.</i>				
13.4	Amend Rules and Procedures Regarding Meetings of Board of Supervisors	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted given the company has not specified the details and the provisions covered under the proposed amendments.</i>				
13.5	Amend Management Measures for Raised Funds	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST is warranted given the company has not specified the details and the provisions covered under the proposed amendments.</i>				

Synaptics Incorporated

Meeting Date: 10/29/2024

Country: USA

Ticker: SYNA

Record Date: 08/30/2024

Meeting Type: Annual

Primary Security ID: 87157D109

Shares Voted: 173

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Jeffrey D. Buchanan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member James Whims is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Keith B. Geeslin	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member James Whims is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director James L. Whims	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member James Whims is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 17.25 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Amend Omnibus Stock Plan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factors: * The plan cost is excessive; * The three-year average burn rate is excessive; and * The plan allows broad discretion to accelerate vesting.</i>				
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Concerns are raised with respect to high CEO pay relative to company performance compared to the company's peers and high CEO pay in relation to company peer group CEO median pay levels. As such, a vote AGAINST this proposal is warranted.</i>				

China International Capital Corporation Limited

Meeting Date: 10/31/2024

Country: China

Ticker: 3908

Record Date: 10/25/2024

Meeting Type: Extraordinary Shareholders

Primary Security ID: Y1R99Y109

Shares Voted: 76,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	EGM BALLOT FOR HOLDERS OF H SHARES Approve Interim Profit Distribution Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted given that this is a reasonable request that is made in line with applicable laws in China.</i>				

Woolworths Group Limited

Meeting Date: 10/31/2024

Country: Australia

Ticker: WOW

Record Date: 10/29/2024

Meeting Type: Annual

Primary Security ID: Q98418108

Shares Voted: 283,020

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Remuneration Report	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR the remuneration report is warranted. Support is in the basis of the following: * No fixed pay increases for the outgoing CEO in FY24; * STI bonuses were well below maximum reflecting the company's financial performance and external scrutiny on the company, and there was no LTI vesting; and * In response to the 'first strike', the company has made appropriate changes to how Safety performance is assessed. Concerns are raised to highlight the following: * A high level of concern for misalignment is identified in the quantitative Pay for Performance analysis – this is mitigated by the nil LTI vesting in FY24 and lower levels of LTI vesting in two prior years. * Given the significant public and political scrutiny on the company as well as the ACCC legal action, shareholders may rightly expect for further adjustments to FY24 STI bonuses to be made once the outcomes of the legal action and regulatory findings are known. * The emphasis on non-financial measures in the STI scorecard continues to be overly high. * The structure of the FY24 and FY25 LTI grants continue to be inconsistent with best market practice given the inclusion of the non-financial performance measure regarding reputation. Shareholders may see reputation metrics in incentive plans as fundamentally impacting the entire business, and more appropriately used as a "gateway" to the payment of substantial STI and LTI bonuses.</i></p>				
3a	Elect Maxine Brenner as Director	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Maxine Brenner and Philip (Phil) Chronican is warranted for lack of diversity on the board. A vote AGAINST the re-election of Maxine Brenner is further warranted on the basis of corporate governance concerns being identified at Qantas Airways Limited through an independent Corporate Governance Review, and Ms Brenner served as a long-standing director.</i></p>				
3b	Elect Philip Chronican as Director	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Maxine Brenner and Philip (Phil) Chronican is warranted for lack of diversity on the board. A vote AGAINST the re-election of Maxine Brenner is further warranted on the basis of corporate governance concerns being identified at Qantas Airways Limited through an independent Corporate Governance Review, and Ms Brenner served as a long-standing director.</i></p>				
4	Approve Grant of Performance Share Rights to Amanda Bardwell	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A qualified vote FOR the grant of rights to the CEO is warranted. While the award structure is broadly consistent with prior year grants (including relative TSR, ROFE and "Reputation" performance measures over a 3-year performance period) and has been pro-rated for the periods served as CEO Elect and CEO in FY25, concerns that warrant qualification and ongoing scrutiny including: * Provision for dividends on unvested shareholders, * Performance targets for the two internal performance measures representing 60 percent of the award are not disclosed and lack transparency, * The relative TSR performance measure does not have a positive TSR gateway to ensure bonuses are aligned with a positive return to shareholders, * The non-financial Reputation performance measure may be problematic and result in misalignment with performance and shareholder returns, and * A three-year performance period is now considered inferior when compared with other large-listed companies in the ASX100.</i></p>				
5	Approve Conditional Spill Resolution	Mgmt	Against	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST the spill resolution is warranted. A spill of the entire board is presently not considered to be in the best interests of investors. The company has addressed shareholder concerns and made appropriate changes to how Safety performance is assessed in FY24, with additional changes forecast for FY25. In addition, the board will consider whether any further adjustment to FY23 STI outcomes is appropriate once all relevant regulatory investigations are complete. Some shareholders may have regard for the significant public and political scrutiny on the company as well as the ACCC legal action which alleges that the company breached Australian Consumer Law, and may choose to hold directors accountable once the results of these findings are determined.</i></p>				

Woolworths Group Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6a	Approve the Amendments to the Company's Constitution	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted, as the request to amend the company's constitution is potentially broad with no regulatory framework to oversee shareholder proposals. The Board has confirmed its willingness to consult with the shareholder proponents with a view to addressing shareholder requirements, and to disclose the proxy's at the AGM and publicly discuss the resolutions at the AGM.</i>				
6b	Approve Farmed Seafood Reporting	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR the approval of Farmed Salmon Reporting is warranted. The requested reporting on the impacts of farmed seafood the company procures for its Own Brand products on endangered species, at reasonable cost and omitting confidential information does not appear to be unreasonable, excessively onerous, and is in-line with the company's own sustainability reporting practices. There is no reference in the 2024 Sustainability Report to salmon production in Macquarie Harbour, which may indicate an additional uplift in the company's disclosure is required as contemplated by this resolution. Some shareholders may also have regard to the shareholder proponents' assertion that the company is ranked the worst of Australia's 20 largest food companies on assessing and disclosing nature risk, and that additional reporting on its farmed salmon supply chain may be reasonable at this time.</i>				
6c	Approve Farmed Salmon Sourcing	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST his resolution warranted. The request of the shareholder proponents for the company to cease procuring farmed salmon from Macquarie Harbour in Tasmania by no later than 30 April 2025 appears to be overly prescriptive at this time.</i>				

China Merchants Expressway Network Technology Hlds Co., Ltd.

Meeting Date: 11/01/2024 **Country:** China **Ticker:** 001965
Record Date: 10/24/2024 **Meeting Type:** Special
Primary Security ID: Y1504Y107

Shares Voted: 42,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Amendments to Articles of Association	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
2	Amend Rules and Procedures Regarding Meetings of Board of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
	APPROVE REPURCHASE OF THE COMPANY'S SHARES BY CENTRALIZED AUCTION TRADING	Mgmt			
3.1	Approve Purpose of the Share Repurchase	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because no concerns have been identified.</i>				
3.2	Approve Type of the Share Repurchase	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because no concerns have been identified.</i>				

China Merchants Expressway Network Technology Hlds Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.3	Approve Manner and Price Range of the Share Repurchase	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because no concerns have been identified.</i>				
3.4	Approve Usage, Amount, Number and Proportion of the Share Repurchase	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because no concerns have been identified.</i>				
3.5	Approve Capital Source Used for the Share Repurchase	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because no concerns have been identified.</i>				
3.6	Approve the Implementation Period of Share Repurchase	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because no concerns have been identified.</i>				
3.7	Approve Arrangements Related to the Legal Cancellation or Transfer of Shares After Repurchase, and Arrangements Related to the Prevention of Infringement of the Interests of Creditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because no concerns have been identified.</i>				

Kellanova

Meeting Date: 11/01/2024

Country: USA

Ticker: K

Record Date: 09/24/2024

Meeting Type: Special

Primary Security ID: 487836108

Shares Voted: 4,651

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Merger Agreement	Mgmt	For	For	For
	<i>Voting Policy Rationale: Given the premium to the unaffected price and historical trading prices, the downside risk in the event of non-approval, and the cash form of consideration, which provides liquidity and certainty of value to K shareholders, support FOR the transaction is warranted.</i>				
2	Advisory Vote on Golden Parachutes	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the proposal is warranted. Though cash severance is double trigger and of a reasonable basis, the CEO and another NEO are expected to receive excise tax gross-ups. Further, outstanding equity will auto-accelerate at the time of merger, while any portion of performance equity that vests below maximum will be supplemented by a double-trigger cash bonus to make up the difference, effectively allowing for all outstanding performance equity to vest at maximum.</i>				
3	Adjourn Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as support for the underlying transaction is warranted.</i>				

Spark New Zealand Ltd.

Meeting Date: 11/01/2024

Country: New Zealand

Ticker: SPK

Record Date: 10/30/2024

Meeting Type: Annual

Primary Security ID: Q8619N107

Shares Voted: 6,038,710

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Authorize Board to Fix Remuneration of the Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because no corporate governance concerns were identified in relation to the fees paid to the auditor.</i>				
2	Elect David Havercroft as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the (re)-election of Independent Directors David Havercroft, Lisa Nelson, and Warwick Bray is warranted. Their presence supports the continued composition of a majority independent board structure, and there are no material corporate governance concerns identified in relation to their candidacy as directors.</i>				
3	Elect Lisa Nelson as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the (re)-election of Independent Directors David Havercroft, Lisa Nelson, and Warwick Bray is warranted. Their presence supports the continued composition of a majority independent board structure, and there are no material corporate governance concerns identified in relation to their candidacy as directors.</i>				
4	Elect Warwick Bray as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the (re)-election of Independent Directors David Havercroft, Lisa Nelson, and Warwick Bray is warranted. Their presence supports the continued composition of a majority independent board structure, and there are no material corporate governance concerns identified in relation to their candidacy as directors.</i>				

BYD Company Limited

Meeting Date: 11/05/2024

Country: China

Ticker: 1211

Record Date: 10/31/2024

Meeting Type: Extraordinary Shareholders

Primary Security ID: Y1023R104

Shares Voted: 26,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	EGM BALLOT FOR HOLDERS OF H SHARES	Mgmt			
1	Approve BYD Company Limited 2024 Employee Share Ownership Plan (Draft) and Its Summary	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is merited given that the overall terms of the 2024 ESOP would serve to align the interests of employees with that of the company.</i>				
2	Approve Management Measures for BYD Company Limited 2024 Employee Share Ownership Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is merited given that the overall terms of the 2024 ESOP would serve to align the interests of employees with that of the company.</i>				

BYD Company Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Grant of Authorization to the Board and Its Authorized Persons to Deal with Matters in Relation to the BYD Company Limited 2024 Employee Share Ownership Plan in Full Discretion	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these resolutions is merited given that the overall terms of the 2024 ESOP would serve to align the interests of employees with that of the company.</i>					
4	Approve Renewal of Registered Capital and Amend Articles of Association	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted given the proposed renewal of registered capital and article amendments aim to reflect the company's actual situation and is deemed non-contentious in nature.</i>					

BYD Company Limited

Meeting Date: 11/05/2024

Country: China

Ticker: 1211

Record Date: 10/30/2024

Meeting Type: Extraordinary Shareholders

Primary Security ID: Y1023R104

Shares Voted: 16,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	EGM BALLOT FOR HOLDERS OF A SHARES	Mgmt			
1	Approve BYD Company Limited 2024 Employee Share Ownership Plan (Draft) and Its Summary	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these resolutions is merited given that the overall terms of the 2024 ESOP would serve to align the interests of employees with that of the company.</i>					
2	Approve Management Measures for BYD Company Limited 2024 Employee Share Ownership Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these resolutions is merited given that the overall terms of the 2024 ESOP would serve to align the interests of employees with that of the company.</i>					
3	Approve Grant of Authorization to the Board and Its Authorized Persons to Deal with Matters in Relation to the BYD Company Limited 2024 Employee Share Ownership Plan in Full Discretion	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these resolutions is merited given that the overall terms of the 2024 ESOP would serve to align the interests of employees with that of the company.</i>					

BYD Company Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Approve Renewal of Registered Capital and Amend Articles of Association	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted given the proposed renewal of registered capital and article amendments aim to reflect the company's actual situation and is deemed non-contentious in nature.</i></p>					

Lam Research Corporation

Meeting Date: 11/05/2024 **Country:** USA **Ticker:** LRCX
Record Date: 09/06/2024 **Meeting Type:** Annual
Primary Security ID: 512807306

Shares Voted: 1,195

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Sohail U. Ahmed	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Abhijit (Abhi) Talwalkar, Eric Brandt, Michael (Mike) Cannon and Bethany Mayer is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Timothy M. Archer	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Abhijit (Abhi) Talwalkar, Eric Brandt, Michael (Mike) Cannon and Bethany Mayer is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director Eric K. Brandt	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Abhijit (Abhi) Talwalkar, Eric Brandt, Michael (Mike) Cannon and Bethany Mayer is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1d	Elect Director Ita M. Brennan	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Abhijit (Abhi) Talwalkar, Eric Brandt, Michael (Mike) Cannon and Bethany Mayer is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1e	Elect Director Michael R. Cannon	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Abhijit (Abhi) Talwalkar, Eric Brandt, Michael (Mike) Cannon and Bethany Mayer is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1f	Elect Director John M. Dineen	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Abhijit (Abhi) Talwalkar, Eric Brandt, Michael (Mike) Cannon and Bethany Mayer is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1g	Elect Director Mark Fields	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Abhijit (Abhi) Talwalkar, Eric Brandt, Michael (Mike) Cannon and Bethany Mayer is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

Lam Research Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1h	Elect Director Ho Kyu Kang	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Abhijit (Abhi) Talwalkar, Eric Brandt, Michael (Mike) Cannon and Bethany Mayer is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Bethany J. Mayer	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Abhijit (Abhi) Talwalkar, Eric Brandt, Michael (Mike) Cannon and Bethany Mayer is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Jyoti K. Mehra	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Abhijit (Abhi) Talwalkar, Eric Brandt, Michael (Mike) Cannon and Bethany Mayer is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Abhijit Y. Talwalkar	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Abhijit (Abhi) Talwalkar, Eric Brandt, Michael (Mike) Cannon and Bethany Mayer is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned. In addition, annual and long-term incentive awards are majority performance based, and long-term awards utilize a multi-year performance period.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 4.36 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Amcor Plc

Meeting Date: 11/06/2024 **Country:** Jersey **Ticker:** AMCR
Record Date: 09/11/2024 **Meeting Type:** Annual
Primary Security ID: G0250X107

Shares Voted: 31,379

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Graeme Liebelt	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrea Bertone, Nicholas (Tom) Long and David Szczupak is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Peter Konieczny	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrea Bertone, Nicholas (Tom) Long and David Szczupak is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Achal Agarwal	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrea Bertone, Nicholas (Tom) Long and David Szczupak is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1d	Elect Director Andrea Bertone	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrea Bertone, Nicholas (Tom) Long and David Szczupak is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1e	Elect Director Susan Carter	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrea Bertone, Nicholas (Tom) Long and David Szczupak is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1f	Elect Director Graham Chipchase	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrea Bertone, Nicholas (Tom) Long and David Szczupak is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1g	Elect Director Lucrece Foufopoulos-De Ridder	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrea Bertone, Nicholas (Tom) Long and David Szczupak is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1h	Elect Director Nicholas T. Long (Tom)	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrea Bertone, Nicholas (Tom) Long and David Szczupak is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1i	Elect Director Arun Nayar	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrea Bertone, Nicholas (Tom) Long and David Szczupak is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1j	Elect Director David Szczupak	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Andrea Bertone, Nicholas (Tom) Long and David Szczupak is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
2	Ratify PricewaterhouseCoopers AG as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.99 percent of the fees paid to the auditor are for non-audit purposes.</i>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned, and no significant concerns were identified at this time. Annual incentives and long-term incentives are predominantly based on objective financial metrics.</i>					

Automatic Data Processing, Inc.

Meeting Date: 11/06/2024 **Country:** USA **Ticker:** ADP
Record Date: 09/09/2024 **Meeting Type:** Annual
Primary Security ID: 053015103

Shares Voted: 6,728

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

Automatic Data Processing, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1b	Elect Director Maria Black	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1c	Elect Director David V. Goeckeler	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1d	Elect Director Linnie M. Haynesworth	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1e	Elect Director John P. Jones	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1f	Elect Director Francine S. Katsoudas	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1g	Elect Director Nazzic S. Keene	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director Thomas J. Lynch	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1i	Elect Director Scott F. Powers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1j	Elect Director William J. Ready	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1k	Elect Director Carlos A. Rodriguez	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1l	Elect Director Sandra S. Wijnberg	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Some concerns are noted regarding the goal rigor for the STI and LTI programs. However, the STI is primarily based on preset financial goals, while the LTI is largely performance-based.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				

Cardinal Health, Inc.

Meeting Date: 11/06/2024

Country: USA

Ticker: CAH

Record Date: 09/09/2024

Meeting Type: Annual

Primary Security ID: 14149Y108

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Robert W. Azelby	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted.</i>				
1b	Elect Director Michelle M. Brennan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted.</i>				
1c	Elect Director Sheri H. Edison	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted.</i>				
1d	Elect Director David C. Evans	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted.</i>				
1e	Elect Director Patricia A. Hemingway Hall	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted.</i>				
1f	Elect Director Jason M. Hollar	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted.</i>				
1g	Elect Director Akhil Johri	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted.</i>				
1h	Elect Director Gregory B. Kenny	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted.</i>				
1i	Elect Director Nancy Killefer	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted.</i>				
1j	Elect Director Christine A. Mundkur	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the director nominees are warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.96 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Adopt Policy on Improved Majority Voting for Election of Directors	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted as there are no recurring issues or company-specific factors at the company that suggest the proponent's more stringent director resignation policy is necessary at this time.</i>				

Meeting Date: 11/06/2024

Country: China

Ticker: 688223

Record Date: 10/31/2024

Meeting Type: Special

Primary Security ID: Y4S532106

Shares Voted: 78,638

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Issuance of Global Depositary Receipts and Listing on Frankfurt Stock Exchange	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fund-raising capacity.</i>				
	APPROVE ISSUANCE OF GLOBAL DEPOSITARY RECEIPTS AND LISTING ON FRANKFURT STOCK EXCHANGE	Mgmt			
2.1	Approve Issue Type and Par Value	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fund-raising capacity.</i>				
2.2	Approve Listing Location	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fund-raising capacity.</i>				
2.3	Approve Issue Manner and Issue Time	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fund-raising capacity.</i>				
2.4	Approve Base Share Issue Scale	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fund-raising capacity.</i>				
2.5	Approve Scale of GDR During its Period	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fund-raising capacity.</i>				
2.6	Approve Conversion Rate Between GDR and Underlying A-Share Stocks	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fund-raising capacity.</i>				
2.7	Approve Pricing Manner	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fund-raising capacity.</i>				
2.8	Approve Target Parties	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fund-raising capacity.</i>				
2.9	Approve Scale and Usage of Raised Funds	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fund-raising capacity.</i>				

Jinko Solar Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.10	Approve Restriction Period for Conversion of GDRs to Underlying A-shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fund-raising capacity.</i>				
2.11	Approve Accumulated Profit Distribution Arrangement	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fund-raising capacity.</i>				
2.12	Approve Underwriting Method	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fund-raising capacity.</i>				
3	Approve Resolution Validity Period	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fund-raising capacity.</i>				
	APPROVE AMENDING THE DRAFT ARTICLES OF ASSOCIATION OF JINKO SOLAR CO., LTD. AND ITS ANNEXES APPLICABLE AFTER THE COMPANY'S GLOBAL DEPOSITARY RECEIPTS ARE LISTED	Mgmt			
4.1	Approve Amendments to Articles of Association	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
4.2	Amend Rules and Procedures Regarding General Meetings of Shareholders	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
4.3	Amend Rules and Procedures Regarding Meetings of Board of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
4.4	Amend Rules and Procedures Regarding Meetings of Board of Supervisors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
5	Approve Authorization of the Board to Handle Matters Related to Issuance and Listing of Global Depositary Receipts	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fund-raising capacity.</i>				
6	Approve Company's Overseas Issuance of Global Depositary Receipts and the Issuance of New Domestic Basic A Shares Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fund-raising capacity.</i>				

Jinko Solar Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Approve Demonstration and Analysis Report on the Company's Overseas Issuance of Global Depository Receipts and the Issuance of New Domestic Basic A Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fund-raising capacity.</i>				
8	Approve Feasibility Analysis Report on the Use of Funds Raised from the Company's Overseas Issuance of Global Depository Receipts to Add New Domestic Basic A Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fund-raising capacity.</i>				
9	Approve Impact of Dilution of Current Returns on Major Financial Indicators and the Relevant Measures to be Taken and Commitment from Relevant Parties	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fund-raising capacity.</i>				
10	Approve Shareholder Return Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
11	Approve Report on the Usage of Previously Raised Funds	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fund-raising capacity.</i>				
12	Approve Investment of Raised Funds in the Field of Technological Innovation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fund-raising capacity.</i>				
13	Approve Purchase of Liability Insurance for Directors, Supervisors, and Senior Management Members and Prospectus liability Insurance	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				

KLA Corporation

Meeting Date: 11/06/2024

Country: USA

Ticker: KLAC

Record Date: 09/12/2024

Meeting Type: Annual

Primary Security ID: 482480100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Robert Calderoni	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Calderoni, Kevin Kennedy, and Gary Moore is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Jeneanne Hanley	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Calderoni, Kevin Kennedy, and Gary Moore is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Emiko Higashi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Calderoni, Kevin Kennedy, and Gary Moore is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Kevin Kennedy	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Calderoni, Kevin Kennedy, and Gary Moore is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Michael McMullen	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Calderoni, Kevin Kennedy, and Gary Moore is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Gary Moore	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Calderoni, Kevin Kennedy, and Gary Moore is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Victor Peng	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Calderoni, Kevin Kennedy, and Gary Moore is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Robert Rango	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Calderoni, Kevin Kennedy, and Gary Moore is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director Richard P. Wallace	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Calderoni, Kevin Kennedy, and Gary Moore is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.45 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned. In addition, annual incentives were based on a pre-set financial metric, and a majority of long-term incentives were performance conditioned and measured over multi-year periods.</i>				

Meeting Date: 11/06/2024

Country: USA

Ticker: VIAV

Record Date: 09/18/2024

Meeting Type: Annual

Primary Security ID: 925550105

Shares Voted: 1,163

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Richard E. Belluzzo	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard Belluzzo, Keith Barnes, and Laura Black is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.2	Elect Director Keith Barnes	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard Belluzzo, Keith Barnes, and Laura Black is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.3	Elect Director Laura Black	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard Belluzzo, Keith Barnes, and Laura Black is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.4	Elect Director Donald Colvin	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard Belluzzo, Keith Barnes, and Laura Black is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.5	Elect Director Douglas Gilstrap	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard Belluzzo, Keith Barnes, and Laura Black is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.6	Elect Director Masood A. Jabbar	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard Belluzzo, Keith Barnes, and Laura Black is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.7	Elect Director Joanne Solomon	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard Belluzzo, Keith Barnes, and Laura Black is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.8	Elect Director Oleg Khaykin	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Richard Belluzzo, Keith Barnes, and Laura Black is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 8.02 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted. A pay-for-performance misalignment exists for the year in review, though mitigating factors have been identified. The CEO's total pay decreased year-over-year. Short-term incentives were based entirely on financial metrics, and the CEO did not receive an annual incentive payout for the year in review. Further, equity awards are half-performance-conditioned and relative TSR targets above-median performance, though continued monitoring is warranted, as above-target vesting occurred for the relative TSR PSUs despite what appears to be negative absolute TSR performance over that same time period.</i></p>					

Meeting Date: 11/08/2024

Country: France

Ticker: RI

Record Date: 11/06/2024

Meeting Type: Annual/Special

Primary Security ID: F72027109

Shares Voted: 3,471

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Ordinary Business Approve Financial Statements and Statutory Reports	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.</i></p>					
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR the approval of the annual accounts are warranted due to the unqualified auditors' opinion and lack of concerns.</i></p>					
3	Approve Allocation of Income and Dividends of EUR 4.70 per Share	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted because the proposed payout ratio is adequate without being excessive.</i></p>					
4	Reelect Virginie Fauvel as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the reelection of this independent nominee is warranted in the absence of specific concerns (Item 4). As the functions of chairman and CEO are combined, a vote AGAINST the reelection of Alexandre Ricard (Item 5) is warranted. A vote FOR the reelection of this non-independent nominee is warranted given the satisfactory level of board independence (including all board members: 50.0 percent vs 33.3 percent recommended; excluding employee representatives: 58.3 percent vs 50 percent recommended) and the absence of specific concerns (Item 6).</i></p>					
5	Reelect Alexandre Ricard as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote FOR the reelection of this independent nominee is warranted in the absence of specific concerns (Item 4). As the functions of chairman and CEO are combined, a vote AGAINST the reelection of Alexandre Ricard (Item 5) is warranted. A vote FOR the reelection of this non-independent nominee is warranted given the satisfactory level of board independence (including all board members: 50.0 percent vs 33.3 percent recommended; excluding employee representatives: 58.3 percent vs 50 percent recommended) and the absence of specific concerns (Item 6).</i></p>					
6	Reelect Cesar Giron as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the reelection of this independent nominee is warranted in the absence of specific concerns (Item 4). As the functions of chairman and CEO are combined, a vote AGAINST the reelection of Alexandre Ricard (Item 5) is warranted. A vote FOR the reelection of this non-independent nominee is warranted given the satisfactory level of board independence (including all board members: 50.0 percent vs 33.3 percent recommended; excluding employee representatives: 58.3 percent vs 50 percent recommended) and the absence of specific concerns (Item 6).</i></p>					
7	Appoint Deloitte & Associates as Auditor for the Sustainability Reporting	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR are warranted because there are no concerns regarding these proposals.</i></p>					
8	Appoint KPMG as Auditor for the Sustainability Reporting	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR are warranted because there are no concerns regarding these proposals.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
9	Approve Compensation of Alexandre Ricard, Chairman and CEO	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this remuneration report is warranted, although the following concerns are raised: * The bonus structure allows a compensation effect between criteria at max level. * As in past years, it remains difficult to ascertain that non-financial criteria are stringent enough without the disclosure of a full vesting scale. * The performance criteria attached to the granted LTI awards are not considered stringent enough. * The level of disclosure under the LTI instruments may be considered as misleading. The main reasons for support are: * The risk of compensation effect between bonus' criteria did not materialize this year. * The 2024/2025 remuneration policy will amend the vesting scale under the LTI's relative TSR criterion, deleting the possible vesting below median. * The absence of any other significant concern.</i></p>				
10	Approve Remuneration Policy of Alexandre Ricard, Chairman and CEO	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST this remuneration policy is warranted, despite the removal of compensation effects in the bonus structure and the strengthening of the relative TSR and CSR criteria attached to the LTI plan, because: * The company provides no disclosure as to how the LTI grant will be adjusted within the new cap during the mandate, conveying the impression that it is reviewable every year at the sole board discretion and that systematic grant at cap level could become the rule after the current FY. * The company does not specify where the executive's global remuneration package would rank compared to peers, following the approval of such increase by the AGM. * The PRO-relative condition under the LTI plan remains not stringent enough as its vesting would start below budget; and * The policy enables exceptional remunerations without specifying a cap for such payments.</i></p>				
11	Approve Compensation Report of Corporate Officers	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this remuneration report is warranted because it does not raise any significant concern.</i></p>				
12	Approve Remuneration Policy of Directors	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this remuneration policy is warranted because it does not raise any significant concern.</i></p>				
13	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted because the information disclosed in the auditors' special report does not raise any concerns.</i></p>				
14	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A QUALIFIED FOR is warranted since the share repurchase program could be used during takeover bid but only for very limited circumstances which cannot be considered as a takeover defense.</i></p>				
	Extraordinary Business	Mgmt			
15	Authorize up to 1.5 Percent of Issued Capital for Use in Restricted Stock Plans Reserved for Employees and Executive Corporate Officers	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this item is warranted because the terms of the proposed authorization are not problematic.</i></p>				
16	Authorize up to 0.5 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this item is raised although it raises some concerns as: * There is no performance condition attached to this proposed restricted stock plan. The main reasons for support are: * The beneficiaries would be employees (possibly including members of the executive committee) as part of recruitment or talent retention. * The executive corporate officers would not be beneficiaries of such a plan.</i></p>				

Pernod Ricard SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
17	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For	For

Voting Policy Rationale: A vote FOR this routine item is warranted.

The Estee Lauder Companies Inc.

Meeting Date: 11/08/2024 Country: USA Ticker: EL
 Record Date: 09/09/2024 Meeting Type: Annual
 Primary Security ID: 518439104

Shares Voted: 3,434

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Paul J. Fribourg	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for Barry Sternlicht for serving on more than three public boards while serving as a CEO of an outside company. WITHHOLD votes are warranted for governance committee members Jennifer Hyman and Barry Sternlicht for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. Votes FOR the remaining director nominees are warranted.</i>					
1b	Elect Director Jennifer Hyman	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for Barry Sternlicht for serving on more than three public boards while serving as a CEO of an outside company. WITHHOLD votes are warranted for governance committee members Jennifer Hyman and Barry Sternlicht for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. Votes FOR the remaining director nominees are warranted.</i>					
1c	Elect Director Arturo Nunez	Mgmt	For	For	For
<i>Voting Policy Rationale: WITHHOLD votes are warranted for Barry Sternlicht for serving on more than three public boards while serving as a CEO of an outside company. WITHHOLD votes are warranted for governance committee members Jennifer Hyman and Barry Sternlicht for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. Votes FOR the remaining director nominees are warranted.</i>					
1d	Elect Director Barry S. Sternlicht	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for Barry Sternlicht for serving on more than three public boards while serving as a CEO of an outside company. WITHHOLD votes are warranted for governance committee members Jennifer Hyman and Barry Sternlicht for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. Votes FOR the remaining director nominees are warranted.</i>					
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 4.75 percent of the fees paid to the auditor are for non-audit purposes.</i>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. While total CEO pay declined for the year in review, certain structural concerns were identified in the pay program. Specifically, there are ongoing concerns surrounding high base salaries and relatively large payout opportunities. Additionally, the majority of annual equity awards granted to NEOs continue to lack performance-vesting criteria. Finally, concerns are noted surrounding the limited disclosure of quantified performance targets for a portion of the CEO's annual incentive that was at risk. In light of these concerns, the quantitative pay-for-performance misalignment is not mitigated. Finally, concerns are raised with respect to high CEO pay relative to company performance compared to the company's peers and high CEO pay in relation to company peer group CEO median pay levels.</i>					

The Estee Lauder Companies Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Amend Omnibus Stock Plan	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factor(s): * The plan cost is excessive; * The estimated duration of available and proposed shares exceeds six years; and * The plan allows broad discretion to accelerate vesting.</i></p>					

Jack Henry & Associates, Inc.

Meeting Date: 11/12/2024 **Country:** USA **Ticker:** JKHY
Record Date: 09/16/2024 **Meeting Type:** Annual
Primary Security ID: 426281101

Shares Voted: 1,253

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director David B. Foss	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Curtis Campbell and Thomas (Tom) Wilson Jr. for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.2	Elect Director Matthew C. Flanigan	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Curtis Campbell and Thomas (Tom) Wilson Jr. for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.3	Elect Director Thomas H. Wilson, Jr.	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Curtis Campbell and Thomas (Tom) Wilson Jr. for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.4	Elect Director Thomas A. Wimsett	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Curtis Campbell and Thomas (Tom) Wilson Jr. for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.5	Elect Director Shruti S. Miyashiro	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Curtis Campbell and Thomas (Tom) Wilson Jr. for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.6	Elect Director Wesley A. Brown	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Curtis Campbell and Thomas (Tom) Wilson Jr. for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.7	Elect Director Curtis A. Campbell	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Curtis Campbell and Thomas (Tom) Wilson Jr. for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.8	Elect Director Tammy S. LoCascio	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Curtis Campbell and Thomas (Tom) Wilson Jr. for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

Jack Henry & Associates, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.9	Elect Director Lisa M. Nelson	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Curtis Campbell and Thomas (Tom) Wilson Jr. for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review. Annual incentives are primarily based on objective financial goals, while the LTI is based on pre-set financial metrics measured over a multi-year performance period.</i></p>					
3	Eliminate Supermajority Vote Requirement to Amend Certificate of Incorporation and Bylaws	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted given that the reduction in the supermajority vote requirement would enhance shareholder rights.</i></p>					
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i></p>					

Intapp, Inc.

Meeting Date: 11/13/2024

Country: USA

Ticker: INTA

Record Date: 09/18/2024

Meeting Type: Annual

Primary Security ID: 45827U109

Shares Voted: 212

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Ralph Baxter	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Ralph Baxter, Charles (Chuck) Moran and George Neble for lack of diversity on the board. In the absence of governance committee members on ballot, WITHHOLD votes are further warranted for all incumbent director nominees given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights.</i></p>					
1.2	Elect Director Charles Moran	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Ralph Baxter, Charles (Chuck) Moran and George Neble for lack of diversity on the board. In the absence of governance committee members on ballot, WITHHOLD votes are further warranted for all incumbent director nominees given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights.</i></p>					
1.3	Elect Director George Neble	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Ralph Baxter, Charles (Chuck) Moran and George Neble for lack of diversity on the board. In the absence of governance committee members on ballot, WITHHOLD votes are further warranted for all incumbent director nominees given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights.</i></p>					

Intapp, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 5.92 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; and * The company has not disclosed any risk mitigators, such as a clawback policy, CEO stock ownership guidelines, or stock holding period requirements.</i></p>					
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
<p><i>Voting Policy Rationale: A vote for the adoption of an ANNUAL say-on-pay frequency is warranted. Annual say-on-pay votes are considered a best practice as they give shareholders a regular opportunity to opine on executive pay.</i></p>					

Smiths Group Plc

Meeting Date: 11/13/2024 **Country:** United Kingdom **Ticker:** SMIN
Record Date: 11/11/2024 **Meeting Type:** Annual
Primary Security ID: G82401111

Shares Voted: 1,492

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i></p>					
2	Approve Final Dividend	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i></p>					
3	Approve Remuneration Policy	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted, but is not without concern for shareholders: * The maximum variable pay opportunities are increased significantly: the bonus headroom is up from 200% to 250% of base salary, and the overall LTIP cap is up from 400% to 500% of base salary. The main reasons for support are: * The increased pay levels are accompanied by business growth; * Pay structures and maxima adhere to UK norms; * The implementation of the bonus and LTIP has not raised significant concerns in previous years, being based on concrete, objective financial targets and balanced metrics; and * All other features of the remuneration policy do not raise concerns.</i></p>					
4	Approve Remuneration Report	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted, but is not without concern for shareholders: * Elements of the CFO's pay package were increased concurrently during the year. The main reasons for support are: * The pay adjustments aim to ensure leadership continuity and reflects range of role and responsibilities; * The recent departure of the former CEO is relevant context when considering the CFO's pay; * Overall pay remains appropriate for a company of this size; and * There are no concerns on the alignment of pay and performance.</i></p>					
5	Approve Long Term Incentive Plan	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted, but is not without concern for shareholders: * The overall LTIP cap is increased from 400% to 500% of base salary. The main reasons for support are: * The increased pay levels are accompanied by business growth; and * All other features of the LTIP do not raise concerns.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Approve Sharesave Scheme	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this tax-approved plan is warranted because it is broad-based and no corporate governance concerns have been identified</i>				
7	Elect Roland Carter as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
8	Elect Alister Cowan as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
9	Re-elect Pam Cheng as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
10	Re-elect Dame Ann Dowling as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
11	Re-elect Karin Hoeing as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
12	Re-elect Richard Howes as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
13	Re-elect Clare Scherrer as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
14	Re-elect Mark Seligman as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
15	Re-elect Noel Tata as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
16	Re-elect Steve Williams as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is warranted as no significant concerns have been identified.</i>				
17	Reappoint KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
18	Authorise the Audit & Risk Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
19	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				

Smiths Group Plc

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

Broadridge Financial Solutions, Inc.

Meeting Date: 11/14/2024 **Country:** USA **Ticker:** BR
Record Date: 09/18/2024 **Meeting Type:** Annual
Primary Security ID: 11133T103

Shares Voted: 2,292

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Pamela L. Carter	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1b	Elect Director Richard J. Daly	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1c	Elect Director Robert N. Duelks	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1d	Elect Director Melvin L. Flowers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1e	Elect Director Timothy C. Gokey	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1f	Elect Director Brett A. Keller	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				

Broadridge Financial Solutions, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1g	Elect Director Maura A. Markus	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director Eileen K. Murray	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1i	Elect Director Annette L. Nazareth	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1j	Elect Director Amit K. Zavery	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time. Annual incentives are primarily based on pre-set financial goals, and the company targets half of the LTI awards to be performance-based and measured over a multi-year period.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				

Coherent Corp.

Meeting Date: 11/14/2024 **Country:** USA **Ticker:** COHR
Record Date: 09/11/2024 **Meeting Type:** Annual
Primary Security ID: 19247G107

Shares Voted: 632

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director James R. Anderson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Dreyer and Elizabeth Patrick is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Michael L. Dreyer	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Dreyer and Elizabeth Patrick is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Stephen Pagliuca	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Dreyer and Elizabeth Patrick is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Elizabeth A. Patrick	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Dreyer and Elizabeth Patrick is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Coherent Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1e	Elect Director Howard H. Xia	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Dreyer and Elizabeth Patrick is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. A pay-for-performance misalignment for the year under review is mitigated given that the new CEO's large equity grants are primarily make-whole awards and are substantially performance-based. In addition, annual incentives are tied to pre-set objective measures and the CEO's annual equity award is majority performance-based. However, the company entered into a separate succession agreement with its former CEO which significantly enhanced his cash severance payments, without a compelling rationale, which is a problematic pay practice.</i>				
3	Amend Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.83 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Extreme Networks, Inc.

Meeting Date: 11/14/2024 **Country:** USA **Ticker:** EXTR
Record Date: 09/17/2024 **Meeting Type:** Annual
Primary Security ID: 30226D106

Shares Voted: 800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Ingrid J. Burton	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: A vote WITHHOLD is warranted for incumbent nominating committee members John Shoemaker, Ingrid Burton, Charles Carinalli, and Kathleen Holmgren for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Charles P. Carinalli	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: A vote WITHHOLD is warranted for incumbent nominating committee members John Shoemaker, Ingrid Burton, Charles Carinalli, and Kathleen Holmgren for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Kathleen M. Holmgren	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: A vote WITHHOLD is warranted for incumbent nominating committee members John Shoemaker, Ingrid Burton, Charles Carinalli, and Kathleen Holmgren for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Edward H. Kennedy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote WITHHOLD is warranted for incumbent nominating committee members John Shoemaker, Ingrid Burton, Charles Carinalli, and Kathleen Holmgren for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Extreme Networks, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.5	Elect Director Rajendra ("Raj") Khanna	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote WITHHOLD is warranted for incumbent nominating committee members John Shoemaker, Ingrid Burton, Charles Carinalli, and Kathleen Holmgren for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.6	Elect Director Edward B. Meyercord	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote WITHHOLD is warranted for incumbent nominating committee members John Shoemaker, Ingrid Burton, Charles Carinalli, and Kathleen Holmgren for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.7	Elect Director John C. Shoemaker	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: A vote WITHHOLD is warranted for incumbent nominating committee members John Shoemaker, Ingrid Burton, Charles Carinalli, and Kathleen Holmgren for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i></p>					
3	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i></p>					
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i></p>					

Oracle Corporation

Meeting Date: 11/14/2024 **Country:** USA **Ticker:** ORCL
Record Date: 09/16/2024 **Meeting Type:** Annual
Primary Security ID: 68389X105

Shares Voted: 28,639

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Awo Ablo	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Jeffrey Berg, Bruce Chizen, Leon Panetta and William Parrett for lack of diversity on the board. WITHHOLD votes are further warranted for incumbent Governance Committee members Jeffrey Berg, Bruce Chizen, Leon Panetta, and William Parrett for the substantial pledging activity and significant concerns regarding risk oversight. Votes FOR the remaining directors are warranted.</i></p>					
1.2	Elect Director Jeffrey S. Berg	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Jeffrey Berg, Bruce Chizen, Leon Panetta and William Parrett for lack of diversity on the board. WITHHOLD votes are further warranted for incumbent Governance Committee members Jeffrey Berg, Bruce Chizen, Leon Panetta, and William Parrett for the substantial pledging activity and significant concerns regarding risk oversight. Votes FOR the remaining directors are warranted.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Director Michael J. Boskin	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Jeffrey Berg, Bruce Chizen, Leon Panetta and William Parrett for lack of diversity on the board. WITHHOLD votes are further warranted for incumbent Governance Committee members Jeffrey Berg, Bruce Chizen, Leon Panetta, and William Parrett for the substantial pledging activity and significant concerns regarding risk oversight. Votes FOR the remaining directors are warranted.</i>				
1.4	Elect Director Safra A. Catz	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Jeffrey Berg, Bruce Chizen, Leon Panetta and William Parrett for lack of diversity on the board. WITHHOLD votes are further warranted for incumbent Governance Committee members Jeffrey Berg, Bruce Chizen, Leon Panetta, and William Parrett for the substantial pledging activity and significant concerns regarding risk oversight. Votes FOR the remaining directors are warranted.</i>				
1.5	Elect Director Bruce R. Chizen	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Jeffrey Berg, Bruce Chizen, Leon Panetta and William Parrett for lack of diversity on the board. WITHHOLD votes are further warranted for incumbent Governance Committee members Jeffrey Berg, Bruce Chizen, Leon Panetta, and William Parrett for the substantial pledging activity and significant concerns regarding risk oversight. Votes FOR the remaining directors are warranted.</i>				
1.6	Elect Director George H. Conrades	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Jeffrey Berg, Bruce Chizen, Leon Panetta and William Parrett for lack of diversity on the board. WITHHOLD votes are further warranted for incumbent Governance Committee members Jeffrey Berg, Bruce Chizen, Leon Panetta, and William Parrett for the substantial pledging activity and significant concerns regarding risk oversight. Votes FOR the remaining directors are warranted.</i>				
1.7	Elect Director Lawrence J. Ellison	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Jeffrey Berg, Bruce Chizen, Leon Panetta and William Parrett for lack of diversity on the board. WITHHOLD votes are further warranted for incumbent Governance Committee members Jeffrey Berg, Bruce Chizen, Leon Panetta, and William Parrett for the substantial pledging activity and significant concerns regarding risk oversight. Votes FOR the remaining directors are warranted.</i>				
1.8	Elect Director Rona A. Fairhead	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Jeffrey Berg, Bruce Chizen, Leon Panetta and William Parrett for lack of diversity on the board. WITHHOLD votes are further warranted for incumbent Governance Committee members Jeffrey Berg, Bruce Chizen, Leon Panetta, and William Parrett for the substantial pledging activity and significant concerns regarding risk oversight. Votes FOR the remaining directors are warranted.</i>				
1.9	Elect Director Jeffrey O. Henley	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Jeffrey Berg, Bruce Chizen, Leon Panetta and William Parrett for lack of diversity on the board. WITHHOLD votes are further warranted for incumbent Governance Committee members Jeffrey Berg, Bruce Chizen, Leon Panetta, and William Parrett for the substantial pledging activity and significant concerns regarding risk oversight. Votes FOR the remaining directors are warranted.</i>				
1.10	Elect Director Charles W. Moorman	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Jeffrey Berg, Bruce Chizen, Leon Panetta and William Parrett for lack of diversity on the board. WITHHOLD votes are further warranted for incumbent Governance Committee members Jeffrey Berg, Bruce Chizen, Leon Panetta, and William Parrett for the substantial pledging activity and significant concerns regarding risk oversight. Votes FOR the remaining directors are warranted.</i>				
1.11	Elect Director Leon E. Panetta	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Jeffrey Berg, Bruce Chizen, Leon Panetta and William Parrett for lack of diversity on the board. WITHHOLD votes are further warranted for incumbent Governance Committee members Jeffrey Berg, Bruce Chizen, Leon Panetta, and William Parrett for the substantial pledging activity and significant concerns regarding risk oversight. Votes FOR the remaining directors are warranted.</i>				

Oracle Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.12	Elect Director William G. Parrett	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Jeffrey Berg, Bruce Chizen, Leon Panetta and William Parrett for lack of diversity on the board. WITHHOLD votes are further warranted for incumbent Governance Committee members Jeffrey Berg, Bruce Chizen, Leon Panetta, and William Parrett for the substantial pledging activity and significant concerns regarding risk oversight. Votes FOR the remaining directors are warranted.</i></p>					
1.13	Elect Director Naomi O. Seligman	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Jeffrey Berg, Bruce Chizen, Leon Panetta and William Parrett for lack of diversity on the board. WITHHOLD votes are further warranted for incumbent Governance Committee members Jeffrey Berg, Bruce Chizen, Leon Panetta, and William Parrett for the substantial pledging activity and significant concerns regarding risk oversight. Votes FOR the remaining directors are warranted.</i></p>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST the proposal is warranted. While CEO pay and company performance were reasonably aligned for the year in review, there are concerns noted within the pay program. Most notably, annual equity grants to certain NEOs do not utilize performance-conditioned equity, which is inconsistent with prevailing market practices as well as contrary to recent shareholder feedback. Additionally, though disclosure surrounding security fees to Chairman Ellison improved in FY24, continued monitoring is warranted, as the value of this perquisite remains outsized.</i></p>					
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 4.57 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
4	Report on Climate Risk in Retirement Plan Options	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted. While the company offers an option to employees that want to invest more responsibly, it is unclear how well employees understand the retirement plans available to them. The information requested in the report would not only complement and enhance the company's existing commitments regarding climate change, but also allow shareholders to better evaluate the company's strategies and management of related risks.</i></p>					

SKY Network Television Limited

Meeting Date: 11/14/2024 **Country:** New Zealand **Ticker:** SKT
Record Date: 11/12/2024 **Meeting Type:** Annual
Primary Security ID: Q8514Q155

Shares Voted: 2,300,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Authorize Board to Fix Remuneration of the Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted given that no material corporate governance concerns have been identified in relation to the fees paid to the auditor, noting that there were no non-audit fees paid in the past fiscal year.</i></p>					

SKY Network Television Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve the Increase in Maximum Aggregate Remuneration of Directors	Mgmt	For	For	For
<i>Voting Policy Rationale: A qualified vote FOR the proposed increase in the maximum aggregate remuneration of non-executive directors is warranted: * Disclosure indicates that the proposed increase in the NED fee cap is primarily intended to provide the board with sufficient flexibility to remunerate directors for any additional committee fees or ad-hoc SKY Network responsibilities. * There is no proposed increase in individual director fees other than the chair fee. * The NED fee pool has not been increased since October 2015. The proposed change in fee pool presents modest year-on-year increase of approximately 2 percent since that period. * The proposed increase in directors' fee pool is reasonable and not inconsistent with the company's financial performance over the year. The qualification is to highlight that the proposed increase to the chairman and NED's fees will move them to materially exceed the average of market capitalisation peers. Some shareholders may wish to engage with the company in this regard.</i>					

The Trade Desk, Inc.

Meeting Date: 11/14/2024 **Country:** USA **Ticker:** TTD
Record Date: 09/26/2024 **Meeting Type:** Special
Primary Security ID: 88339J105

Shares Voted: 3,388

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Change State of Incorporation from Delaware to Nevada	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted as the potential financial benefits resulting from the reincorporation are not considered to outweigh the negative effects to shareholder rights.</i>					
2	Adjourn Meeting	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted as the underlying proposal does not merit support.</i>					

Yunnan Baiyao Group Co., Ltd.

Meeting Date: 11/14/2024 **Country:** China **Ticker:** 000538
Record Date: 11/07/2024 **Meeting Type:** Special
Primary Security ID: Y9879F108

Shares Voted: 8,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Special Dividends Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					

Sysco Corporation

Meeting Date: 11/15/2024 **Country:** USA **Ticker:** SYY
Record Date: 09/16/2024 **Meeting Type:** Annual
Primary Security ID: 871829107

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Daniel J. Brutto	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry Glasscock, Daniel Brutto, John Hinshaw, Alison Paul and Sheila Talton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Francesca DeBiase	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry Glasscock, Daniel Brutto, John Hinshaw, Alison Paul and Sheila Talton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Ali Dibadj	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry Glasscock, Daniel Brutto, John Hinshaw, Alison Paul and Sheila Talton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Larry C. Glasscock	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry Glasscock, Daniel Brutto, John Hinshaw, Alison Paul and Sheila Talton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Jill M. Golder	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry Glasscock, Daniel Brutto, John Hinshaw, Alison Paul and Sheila Talton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Bradley M. Halverson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry Glasscock, Daniel Brutto, John Hinshaw, Alison Paul and Sheila Talton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director John M. Hinshaw	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry Glasscock, Daniel Brutto, John Hinshaw, Alison Paul and Sheila Talton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Kevin P. Hourican	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry Glasscock, Daniel Brutto, John Hinshaw, Alison Paul and Sheila Talton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Roberto Marques	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry Glasscock, Daniel Brutto, John Hinshaw, Alison Paul and Sheila Talton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Alison Kenney Paul	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry Glasscock, Daniel Brutto, John Hinshaw, Alison Paul and Sheila Talton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Sysco Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1k	Elect Director Sheila G. Talton	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Larry Glasscock, Daniel Brutto, John Hinshaw, Alison Paul and Sheila Talton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance appear reasonably aligned. The annual incentive program was primarily based on pre-set objective metrics with performance targets set above the previous year. Half of the long-term equity awards were performance conditioned and performance shares are measured over multi-year periods.</i>				
3	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that the purchase price and the number of shares reserved are reasonable, and the offering period is within the limits prescribed by Section 423 of the Internal Revenue Code.</i>				
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.39 percent of the fees paid to the auditor are for non-audit purposes.</i>				
5	Adopt Measurable Time Bound Goals to Ensure Group Sow Housing for Private Brand Pork Products	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. In light of regulatory developments and the company's lack of disclosure, shareholders would benefit from more information on the company's practices related to reducing or eliminating the use of gestation crates in its pork supply chain.</i>				

Flat Glass Group Co., Ltd.

Meeting Date: 11/18/2024

Country: China

Ticker: 6865

Record Date: 11/12/2024

Meeting Type: Extraordinary Shareholders

Primary Security ID: Y2575W103

Shares Voted: 14,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	EGM BALLOT FOR HOLDERS OF A SHARES	Mgmt			
1	Approve Interim Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: This is a routine dividend proposal that merits shareholder approval. A vote FOR this resolution is warranted.</i>				
2	Approve Changes of Registered Capital and Amend Articles of Association	Mgmt	For	For	For
	<i>Voting Policy Rationale: Given that the changes in the registered capital and amendments to the Articles are mainly proposed to reflect the company's current circumstances and present-day share capital structure, and in the absence of any known issues concerning such amendments, a vote FOR Items 2 and 3 is warranted. On the other hand, a vote AGAINST the proposed amendments to the General Meeting Rules in Item 4 is warranted given the proposed amendments would include the removal of the class meeting requirement which would reduce the safeguards available to shareholders and would limit the ability of a particular class of shareholders to reject proposals that could result to unfavorable outcomes for minority shareholders.</i>				

Flat Glass Group Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Authorize Board to Make Changes in Industrial and Commercial Registration and Amend Articles of Association	Mgmt	For	For	For
	<i>Voting Policy Rationale: Given that the changes in the registered capital and amendments to the Articles are mainly proposed to reflect the company's current circumstances and present-day share capital structure, and in the absence of any known issues concerning such amendments, a vote FOR Items 2 and 3 is warranted. On the other hand, a vote AGAINST the proposed amendments to the General Meeting Rules in Item 4 is warranted given the proposed amendments would include the removal of the class meeting requirement which would reduce the safeguards available to shareholders and would limit the ability of a particular class of shareholders to reject proposals that could result to unfavorable outcomes for minority shareholders.</i>				
4	Amend Rules and Procedures of General Meeting	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Given that the changes in the registered capital and amendments to the Articles are mainly proposed to reflect the company's current circumstances and present-day share capital structure, and in the absence of any known issues concerning such amendments, a vote FOR Items 2 and 3 is warranted. On the other hand, a vote AGAINST the proposed amendments to the General Meeting Rules in Item 4 is warranted given the proposed amendments would include the removal of the class meeting requirement which would reduce the safeguards available to shareholders and would limit the ability of a particular class of shareholders to reject proposals that could result to unfavorable outcomes for minority shareholders.</i>				
	ELECT EXECUTIVE DIRECTORS VIA CUMULATIVE VOTING	Mgmt			
5.1	Elect Ruan Hongliang as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
5.2	Elect Jiang Jinhua as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
5.3	Elect Ruan Zeyun as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
5.4	Elect Wei Yezhong as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
5.5	Elect Shen Qifu as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
	ELECT INDEPENDENT NON-EXECUTIVE DIRECTORS VIA CUMULATIVE VOTING	Mgmt			
6.1	Elect Xu Pan as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
6.2	Elect Du Jian as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
6.3	Elect Ng Yau Kuen Carmen as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				

Flat Glass Group Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	ELECT SUPERVISORS VIA CUMULATIVE VOTING	Mgmt			
7.1	Elect Zheng Wenrong as Supervisor	Mgmt	For	For	For
<i>Voting Policy Rationale: In the absence of any known issues relating to the nominees, a vote FOR their election is warranted.</i>					
7.2	Elect Shen Fuquan as Supervisor	Mgmt	For	For	For
<i>Voting Policy Rationale: In the absence of any known issues relating to the nominees, a vote FOR their election is warranted.</i>					
7.3	Elect Zhu Quanming as Supervisor	Mgmt	For	For	For
<i>Voting Policy Rationale: In the absence of any known issues relating to the nominees, a vote FOR their election is warranted.</i>					

Campbell Soup Company

Meeting Date: 11/19/2024 **Country:** USA **Ticker:** CPB
Record Date: 09/25/2024 **Meeting Type:** Annual
Primary Security ID: 134429109

Shares Voted: 2,401

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Fabiola R. Arredondo	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Grant Hill, Sarah Hofstetter, Mary Alice Malone, Kurt Schmidt and Archbold van Beuren is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.2	Elect Director Howard M. Averill	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Grant Hill, Sarah Hofstetter, Mary Alice Malone, Kurt Schmidt and Archbold van Beuren is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.3	Elect Director Mark A. Clouse	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Grant Hill, Sarah Hofstetter, Mary Alice Malone, Kurt Schmidt and Archbold van Beuren is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.4	Elect Director Bennett Dorrance, Jr.	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Grant Hill, Sarah Hofstetter, Mary Alice Malone, Kurt Schmidt and Archbold van Beuren is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.5	Elect Director Maria Teresa (Tessa) Hilado	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Grant Hill, Sarah Hofstetter, Mary Alice Malone, Kurt Schmidt and Archbold van Beuren is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

Campbell Soup Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.6	Elect Director Grant H. Hill	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Grant Hill, Sarah Hofstetter, Mary Alice Malone, Kurt Schmidt and Archbold van Beuren is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Sarah Hofstetter	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Grant Hill, Sarah Hofstetter, Mary Alice Malone, Kurt Schmidt and Archbold van Beuren is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Marc B. Lautenbach	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Grant Hill, Sarah Hofstetter, Mary Alice Malone, Kurt Schmidt and Archbold van Beuren is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director Mary Alice Dorrance Malone	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Grant Hill, Sarah Hofstetter, Mary Alice Malone, Kurt Schmidt and Archbold van Beuren is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.10	Elect Director Keith R. McLoughlin	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Grant Hill, Sarah Hofstetter, Mary Alice Malone, Kurt Schmidt and Archbold van Beuren is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.11	Elect Director Kurt T. Schmidt	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Grant Hill, Sarah Hofstetter, Mary Alice Malone, Kurt Schmidt and Archbold van Beuren is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.12	Elect Director Archbold D. van Beuren	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Grant Hill, Sarah Hofstetter, Mary Alice Malone, Kurt Schmidt and Archbold van Beuren is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 16.58 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review. Although a concern is noted in the STI regarding goal rigor, the company provided sufficient rationale and exercised negative discretion to decrease the payout. There is also concern in the LTI program as the proxy does not disclose a cap on payouts should absolute TSR be negative over the performance period. Nonetheless, the STI and LTI programs are primarily performance-based with the LTI utilizing a multi-year performance period.</i>				
4	Change Company Name to The Campbell's Company	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted give that it is unlikely that the name change would have a negative financial impact on the company.</i>				

Campbell Soup Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Publish Results of Independent Audit Assessing Effectiveness of Company's Diversity, Equity and Inclusion Efforts	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted, as reporting quantitative and comparable diversity statistics would allow shareholders to better assess the effectiveness of the company's diversity initiatives and its management of related risks.</i></p>					

Fox Corporation

Meeting Date: 11/19/2024 **Country:** USA **Ticker:** FOXA
Record Date: 09/23/2024 **Meeting Type:** Annual
Primary Security ID: 35137L105

Shares Voted: 15,440

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Lachlan K. Murdoch	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Anthony (Tony) Abbott, William Burck, Roland Hernandez and Paul Ryan is warranted for lack of diversity on the board. A vote AGAINST Nominating and Corporate Governance Committee chair Paul Ryan and board chair Lachlan Murdoch is warranted for maintaining a multi-class structure with disparate voting rights that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Tony Abbott	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Anthony (Tony) Abbott, William Burck, Roland Hernandez and Paul Ryan is warranted for lack of diversity on the board. A vote AGAINST Nominating and Corporate Governance Committee chair Paul Ryan and board chair Lachlan Murdoch is warranted for maintaining a multi-class structure with disparate voting rights that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director William A. Burck	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Anthony (Tony) Abbott, William Burck, Roland Hernandez and Paul Ryan is warranted for lack of diversity on the board. A vote AGAINST Nominating and Corporate Governance Committee chair Paul Ryan and board chair Lachlan Murdoch is warranted for maintaining a multi-class structure with disparate voting rights that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.</i></p>					
1d	Elect Director Chase Carey	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Anthony (Tony) Abbott, William Burck, Roland Hernandez and Paul Ryan is warranted for lack of diversity on the board. A vote AGAINST Nominating and Corporate Governance Committee chair Paul Ryan and board chair Lachlan Murdoch is warranted for maintaining a multi-class structure with disparate voting rights that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.</i></p>					
1e	Elect Director Roland A. Hernandez	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Anthony (Tony) Abbott, William Burck, Roland Hernandez and Paul Ryan is warranted for lack of diversity on the board. A vote AGAINST Nominating and Corporate Governance Committee chair Paul Ryan and board chair Lachlan Murdoch is warranted for maintaining a multi-class structure with disparate voting rights that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.</i></p>					

Fox Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1f	Elect Director Margaret "Peggy" L. Johnson	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Anthony (Tony) Abbott, William Burck, Roland Hernandez and Paul Ryan is warranted for lack of diversity on the board. A vote AGAINST Nominating and Corporate Governance Committee chair Paul Ryan and board chair Lachlan Murdoch is warranted for maintaining a multi-class structure with disparate voting rights that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.</i></p>					
1g	Elect Director Paul D. Ryan	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Anthony (Tony) Abbott, William Burck, Roland Hernandez and Paul Ryan is warranted for lack of diversity on the board. A vote AGAINST Nominating and Corporate Governance Committee chair Paul Ryan and board chair Lachlan Murdoch is warranted for maintaining a multi-class structure with disparate voting rights that is not subject to a reasonable time-based sunset provision. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 4.86 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned. The annual bonus is largely based on an objective financial goal, and half of the LTI program is based on performance equity that utilizes a multi-year performance period.</i></p>					

Lumentum Holdings Inc.

Meeting Date: 11/20/2024 **Country:** USA **Ticker:** LITE
Record Date: 09/26/2024 **Meeting Type:** Annual
Primary Security ID: 55024U109

Shares Voted: 177

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Penelope A. Herscher	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Penelope (Penny) Herscher, Pamela Fletcher and Julia (Julie) Johnson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Harold L. Covert	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Penelope (Penny) Herscher, Pamela Fletcher and Julia (Julie) Johnson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director Pamela F. Fletcher	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Penelope (Penny) Herscher, Pamela Fletcher and Julia (Julie) Johnson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

Lumentum Holdings Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1d	Elect Director Isaac H. Harris	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Penelope (Penny) Herscher, Pamela Fletcher and Julia (Julie) Johnson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Julia S. Johnson	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Penelope (Penny) Herscher, Pamela Fletcher and Julia (Julie) Johnson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Brian J. Lillie	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Penelope (Penny) Herscher, Pamela Fletcher and Julia (Julie) Johnson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Alan S. Lowe	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Penelope (Penny) Herscher, Pamela Fletcher and Julia (Julie) Johnson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Ian S. Small	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Penelope (Penny) Herscher, Pamela Fletcher and Julia (Julie) Johnson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * High CEO pay relative to company performance compared to the company's peers; and * High CEO pay in relation to company peer group CEO median pay levels.</i>				
3	Amend Omnibus Stock Plan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factors: * The plan cost is excessive * The plan allows broad discretion to accelerate vesting</i>				
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 4.47 percent of the fees paid to the auditor are for non-audit purposes.</i>				

ResMed Inc.

Meeting Date: 11/20/2024 **Country:** USA **Ticker:** RMD
Record Date: 09/24/2024 **Meeting Type:** Annual
Primary Security ID: 761152107

Shares Voted: 1,827

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Carol Burt	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ronald (Ron) Taylor, Carol Burt, Karen Drexler and Richard (Rich) Sulpizio is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1b	Elect Director Christopher DeOrefice	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ronald (Ron) Taylor, Carol Burt, Karen Drexler and Richard (Rich) Sulpizio is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1c	Elect Director Jan De Witte	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ronald (Ron) Taylor, Carol Burt, Karen Drexler and Richard (Rich) Sulpizio is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1d	Elect Director Karen Drexler	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ronald (Ron) Taylor, Carol Burt, Karen Drexler and Richard (Rich) Sulpizio is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1e	Elect Director Michael "Mick" Farrell	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ronald (Ron) Taylor, Carol Burt, Karen Drexler and Richard (Rich) Sulpizio is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1f	Elect Director Peter Farrell	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ronald (Ron) Taylor, Carol Burt, Karen Drexler and Richard (Rich) Sulpizio is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1g	Elect Director Harjit Gill	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ronald (Ron) Taylor, Carol Burt, Karen Drexler and Richard (Rich) Sulpizio is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1h	Elect Director John Hernandez	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ronald (Ron) Taylor, Carol Burt, Karen Drexler and Richard (Rich) Sulpizio is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1i	Elect Director Richard "Rich" Sulpizio	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ronald (Ron) Taylor, Carol Burt, Karen Drexler and Richard (Rich) Sulpizio is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1j	Elect Director Desney Tan	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ronald (Ron) Taylor, Carol Burt, Karen Drexler and Richard (Rich) Sulpizio is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1k	Elect Director Ronald "Ron" Taylor	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ronald (Ron) Taylor, Carol Burt, Karen Drexler and Richard (Rich) Sulpizio is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>					

ResMed Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance were reasonably aligned for the year under consideration. Annual incentives were based on pre-set objective metrics and the majority of equity awards were performance-conditioned with disclosed forward-looking targets. Additionally, half of the CEO's equity awards are based on multi-year performance periods.</i></p>					

The Clorox Company

Meeting Date: 11/20/2024 **Country:** USA **Ticker:** CLX
Record Date: 09/23/2024 **Meeting Type:** Annual
Primary Security ID: 189054109

Shares Voted: 3,636

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Stephen B. Bratspies	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Matthew (Matt) Shattock and Esther Lee is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.2	Elect Director Pierre R. Breber	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Matthew (Matt) Shattock and Esther Lee is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.3	Elect Director Julia Denman	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Matthew (Matt) Shattock and Esther Lee is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.4	Elect Director Spencer C. Fleischer	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Matthew (Matt) Shattock and Esther Lee is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.5	Elect Director Esther Lee	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Matthew (Matt) Shattock and Esther Lee is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.6	Elect Director A.D. David Mackay	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Matthew (Matt) Shattock and Esther Lee is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.7	Elect Director Stephanie Plaines	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Matthew (Matt) Shattock and Esther Lee is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.8	Elect Director Linda Rendle	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Matthew (Matt) Shattock and Esther Lee is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

The Clorox Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.9	Elect Director Matthew J. Shattock	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Matthew (Matt) Shattock and Esther Lee is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.10	Elect Director Russell J. Weiner	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Matthew (Matt) Shattock and Esther Lee is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.11	Elect Director Christopher J. Williams	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Matthew (Matt) Shattock and Esther Lee is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Some concern is raised where an STI metric was set below the prior year's actual results, although the committee exercised negative discretion to lower the payout. Annual incentives are primarily based on financial metrics, while performance-based equity represents the majority of the annual equity awards.</i>					
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.76 percent of the fees paid to the auditor are for non-audit purposes.</i>					

Western Digital Corporation

Meeting Date: 11/20/2024 **Country:** USA **Ticker:** WDC
Record Date: 09/23/2024 **Meeting Type:** Annual
Primary Security ID: 958102105

Shares Voted: 1,471

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Kimberly E. Alexy	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephanie Streeter, Thomas (Tom) Caulfield, and Miyuki Suzuki is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1b	Elect Director Thomas Caulfield	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephanie Streeter, Thomas (Tom) Caulfield, and Miyuki Suzuki is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1c	Elect Director Martin I. Cole	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephanie Streeter, Thomas (Tom) Caulfield, and Miyuki Suzuki is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1d	Elect Director Tunc Doluca	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephanie Streeter, Thomas (Tom) Caulfield, and Miyuki Suzuki is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

Western Digital Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1e	Elect Director David V. Goeckeler	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephanie Streeter, Thomas (Tom) Caulfield, and Miyuki Suzuki is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1f	Elect Director Matthew E. Massengill	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephanie Streeter, Thomas (Tom) Caulfield, and Miyuki Suzuki is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1g	Elect Director Stephanie A. Streeter	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephanie Streeter, Thomas (Tom) Caulfield, and Miyuki Suzuki is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1h	Elect Director Miyuki Suzuki	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Stephanie Streeter, Thomas (Tom) Caulfield, and Miyuki Suzuki is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * A majority of equity awards to the CEO are not tied to performance-contingent pay elements; * High CEO pay relative to company performance compared to the company's peers.</i></p>					
3	Amend Omnibus Stock Plan	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i></p>					
4	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i></p>					

Avnet, Inc.

Meeting Date: 11/22/2024

Country: USA

Ticker: AVT

Record Date: 09/23/2024

Meeting Type: Annual

Primary Security ID: 053807103

Shares Voted: 446

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Rodney C. Adkins	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1b	Elect Director Brenda L. Freeman	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					

Avnet, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1c	Elect Director Philip R. Gallagher	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1d	Elect Director Helmut Gassel	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1e	Elect Director Virginia L. Henkels	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1f	Elect Director Jo Ann Jenkins	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1g	Elect Director Oleg Khaykin	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director Ernest E. Maddock	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1i	Elect Director Avid Modjtabai	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1j	Elect Director Adalio T. Sanchez	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.57 percent of the fees paid to the auditor are for non-audit purposes.</i>				

NextDC Ltd.

Meeting Date: 11/22/2024 **Country:** Australia **Ticker:** NXT
Record Date: 11/20/2024 **Meeting Type:** Annual
Primary Security ID: Q6750Y106

Shares Voted: 928,997

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the remuneration report is warranted. No material misalignment has been observed between pay and performance and shareholder returns for the period under review. * All components of the CEO's remuneration are in line with market capitalization peers. * FY24 STI bonuses are well aligned with improved financial outcomes. * LTI vesting at 0 percent is in line with performance targets. * Disclosure of specific financial and operational performance targets in the STI and LTI is at a high level and in line with superior market practice.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Elect Douglas Flynn as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Vote AGAINST incumbent nomination committee member Douglas (Doug) Flynn for lack of diversity on the board.</i></p>					
3	Approve Increase in the Maximum Aggregate Annual Remuneration of Non-Executive Directors	Mgmt	None	For	For
<p><i>Voting Policy Rationale: A qualified vote FOR this proposal is warranted. The increase in fee cap of \$200,000 is reasonable and director fees are comparable to the median at market capitalisation peers. The qualification relates to the following: * The company did not specify whether the increase is necessary for any additional board appointments; * There appears to be sufficient headroom available for increases to board/committee fees; and * Increases to director fees were relatively large in FY22 and FY23.</i></p>					
4	Ratify Past Issuance of Placement Shares to Institutional Investors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted.</i></p>					
5	Approve Grant of Performance Rights and Restricted Rights to Craig Scroggie	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A qualified vote FOR the grant of performance rights and restricted rights to the CEO is warranted. The terms and conditions of the performance rights are sufficiently consistent with the prior years' grants and shareholder interests. Concerns that warrant the qualification include: * Quantum is relatively high; * Granting half the award in restricted rights with ongoing tenure conditions is not well aligned with better market practice. The mitigating feature is that a positive TSR gateway will ensure a degree of alignment with shareholder returns, such that this is not just a completely service-based award. * Provision of dividend equalization payment for vested rights is inconsistent with good governance where there is no entitlement to dividends until the award has been achieved on vesting.</i></p>					

The a2 Milk Company Limited

Meeting Date: 11/22/2024 **Country:** New Zealand **Ticker:** ATM
Record Date: 11/20/2024 **Meeting Type:** Annual
Primary Security ID: Q2774Q104

Shares Voted: 3,162,520

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Authorize Board to Fix Remuneration of the Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted because no material corporate governance concern have been identified in relation to the fees paid to the auditor.</i></p>					
2	Elect David Bortolussi as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Item 2 A vote FOR the election of David Bortolussi is warranted given his integral role as CEO. Item 3 A vote FOR the re-election of Antonio Rivera is warranted. His presence supports the continued composition of a majority independent board structure, and there are no identified material corporate governance concerns in relation to his nomination.</i></p>					
3	Elect Antonio Rivera as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Item 2 A vote FOR the election of David Bortolussi is warranted given his integral role as CEO. Item 3 A vote FOR the re-election of Antonio Rivera is warranted. His presence supports the continued composition of a majority independent board structure, and there are no identified material corporate governance concerns in relation to his nomination.</i></p>					

The a2 Milk Company Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Approve Grant of Performance Rights to David Bortolussi	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A qualified vote FOR the proposed grant of performance rights to the CEO David Bortolussi is warranted. * No material concerns are identified regarding the grant, which is consistent with shareholder interests; * There is a three-year performance period which is at the minimum accepted for companies in the local market; and * No retesting is allowed. The qualification is raised to highlight concerns that the grant uses absolute performance targets only. There is currently no hurdle linked to outperformance relative to peers for the LTI, which raises the possibility that executives are rewarded for factors resulting from market movements.</i></p>					

Jiangsu King's Luck Brewery Joint-stock Co., Ltd.

Meeting Date: 11/26/2024 **Country:** China **Ticker:** 603369
Record Date: 11/21/2024 **Meeting Type:** Special
Primary Security ID: Y444JU106

Shares Voted: 9,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Changing the Use of Repurchased Shares and Cancellation Matters	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is warranted because no concerns have been identified.</i></p>					

Kweichow Moutai Co., Ltd.

Meeting Date: 11/27/2024 **Country:** China **Ticker:** 600519
Record Date: 11/18/2024 **Meeting Type:** Special
Primary Security ID: Y5070V116

Shares Voted: 1,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Cash Dividend Return Plan	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i></p>					
2	Approve Interim Profit Distribution	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i></p>					
	APPROVE SHARE REPURCHASE PLAN	Mgmt			
3.1	Approve Purpose of Share Repurchase	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is warranted because no concerns have been identified.</i></p>					
3.2	Approve Types of Share Repurchase	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is warranted because no concerns have been identified.</i></p>					

Kweichow Moutai Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.3	Approve Method of Share Repurchase	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because no concerns have been identified.</i>				
3.4	Approve Implementation Period for Share Repurchase	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because no concerns have been identified.</i>				
3.5	Approve the Usage, Quantity, Proportion of the Company's Total Share Capital and Total Amount of Funds for Share Repurchase	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because no concerns have been identified.</i>				
3.6	Approve Share Repurchase Price	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because no concerns have been identified.</i>				
3.7	Approve Source of Funds for Share Repurchase	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because no concerns have been identified.</i>				
3.8	Approve Relevant Arrangements for Legal Cancellation of Repurchased Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because no concerns have been identified.</i>				
3.9	Approve Specific Authorization for Handling Matters Related to this Share Repurchase	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because no concerns have been identified.</i>				
4	Approve to Adjust the Construction Scale and Total Investment of the Technical Transformation Project and Supporting Facilities for Sauce-flavored Series Liquor Production	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
5	Elect Zheng Shangxun as Supervisor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the nominee is warranted given the absence of any known issues concerning the nominee.</i>				

BANK POLSKA KASA OPIEKI SA

Meeting Date: 11/28/2024

Country: Poland

Ticker: PEO

Record Date: 11/12/2024

Meeting Type: Special

Primary Security ID: X0R77T117

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Management Proposals	Mgmt			
1	Open Meeting	Mgmt			
	<i>Voting Policy Rationale: Votes FOR Items 2 and 4 are warranted because these are routine meeting formalities. Items 1 and 3 are non-voting.</i>				
2	Elect Meeting Chairman	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR Items 2 and 4 are warranted because these are routine meeting formalities. Items 1 and 3 are non-voting.</i>				
3	Acknowledge Proper Convening of Meeting	Mgmt			
	<i>Voting Policy Rationale: Votes FOR Items 2 and 4 are warranted because these are routine meeting formalities. Items 1 and 3 are non-voting.</i>				
4	Approve Agenda of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR Items 2 and 4 are warranted because these are routine meeting formalities. Items 1 and 3 are non-voting.</i>				
	Shareholder Proposals Submitted by PZU SA	Mgmt			
5.1	Recall Supervisory Board Member	SH	None	Against	Against
	<i>Voting Policy Rationale: Votes AGAINST the shareholder proposals are warranted because: * The proponent has failed to disclose the names of the directors to be recalled and the names of the nominees to be elected; * The shareholder has not provided any sound justification behind the proposed changes to the supervisory board composition.</i>				
5.2	Elect Supervisory Board Member	SH	None	Against	Against
	<i>Voting Policy Rationale: Votes AGAINST the shareholder proposals are warranted because: * The proponent has failed to disclose the names of the directors to be recalled and the names of the nominees to be elected; * The shareholder has not provided any sound justification behind the proposed changes to the supervisory board composition.</i>				
6	Approve Collective Suitability Assessment of Supervisory Board Members	SH	None	Against	Against
	<i>Voting Policy Rationale: Votes AGAINST the shareholder proposals are warranted because: * The proponent has failed to disclose the names of the directors to be recalled and the names of the nominees to be elected; * The shareholder has not provided any sound justification behind the proposed changes to the supervisory board composition.</i>				
7	Approve Decision on Covering Costs of Convocation of EGM	SH	None	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this item is warranted.</i>				
	Management Proposals	Mgmt			
8	Close Meeting	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				

FAST RETAILING CO., LTD.
Meeting Date: 11/28/2024

Country: Japan

Ticker: 9983

Record Date: 08/31/2024

Meeting Type: Annual

Primary Security ID: J1346E100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Amend Articles to Amend Business Lines	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns resulting from the change to the articles.</i>				
2.1	Elect Director Yanai, Tadashi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.2	Elect Director Hattori, Nobumichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.3	Elect Director Shintaku, Masaaki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.4	Elect Director Ono, Naotake	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
2.5	Elect Director Kathy Mitsuko Koll	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
2.6	Elect Director Kurumado, Joji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
2.7	Elect Director Kyoya, Yutaka	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * The appointment of this outside director candidate, even though the individual cannot be regarded as independent, still appears meaningful as voting against this nominee may run the risk of actually increasing management dominance of the board.</i>				
2.8	Elect Director Okazaki, Takeshi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.9	Elect Director Yanai, Kazumi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2.10	Elect Director Yanai, Koji	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.1	Appoint Statutory Auditor Kaneko, Keiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
3.2	Appoint Statutory Auditor Mori, Masakatsu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

SHIFT, Inc.

Meeting Date: 11/28/2024

Country: Japan

Ticker: 3697

Record Date: 08/31/2024

Meeting Type: Annual

Primary Security ID: J7167W103

Shares Voted: 192

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Tange, Masaru	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.2	Elect Director Sasaki, Michio	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.3	Elect Director Kobayashi, Motoya	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.4	Elect Director Hattori, Taichi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.5	Elect Director Murakami, Takafumi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.6	Elect Director Motoya, Fumiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
1.7	Elect Director Amy Shigemi Hatta	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				
2	Elect Director and Audit Committee Member Nakagaki, Tetsujiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>				

Aptiv Plc

Meeting Date: 12/02/2024

Country: Jersey

Ticker: APTV

Record Date: 10/31/2024

Meeting Type: Extraordinary Shareholders

Primary Security ID: G6095L109

Shares Voted: 4,299

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Scheme of Arrangement	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as the underlying board rationale appears reasonable and shareholder rights would not be materially diminished as a result of the Swiss tax residency.</i>				

Aptiv Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Merger Agreement	Mgmt	For	For	For

Voting Policy Rationale: A vote FOR this proposal is warranted as the underlying board rationale appears reasonable and shareholder rights would not be materially diminished as a result of the Swiss tax residency.

Aptiv Plc

Meeting Date: 12/02/2024 **Country:** Jersey **Ticker:** APTV
Record Date: 10/31/2024 **Meeting Type:** Court
Primary Security ID: G6095L109

Shares Voted: 4,299

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

Voting Policy Rationale: A vote FOR this proposal is warranted as the underlying board rationale appears reasonable and shareholder rights would not be materially diminished as a result of the Swiss tax residency.

Brookfield Renewable Corporation

Meeting Date: 12/03/2024 **Country:** Canada **Ticker:** BEPC
Record Date: 10/21/2024 **Meeting Type:** Special
Primary Security ID: 11284V105

Shares Voted: 1,728

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Plan of Arrangement (Reorganization)	Mgmt	For	Against	Against

Voting Policy Rationale: Vote AGAINST this resolution. While the strategic rationale makes sense and shareholders will retain ownership in an economically equivalent security, the proposed articles of New Corporation contain a number of provisions offside Canadian market best practices. Importantly, the New Corporation articles have an amended quorum requirement for shareholders' meetings such that Brookfield (as a holder of both Class A and Class B shares) may constitute a quorum for shareholders' meetings with votes that do not require a separate vote by a class or series. On balance, given the foregoing governance considerations, this resolution is not supportable.

Ambu A/S

Meeting Date: 12/04/2024 **Country:** Denmark **Ticker:** AMBU.B
Record Date: 11/27/2024 **Meeting Type:** Annual
Primary Security ID: K03293147

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Management's Report	Mgmt			
	<i>Voting Policy Rationale: This is a routine, non-voting item.</i>				
2	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the approval of the annual accounts is warranted due to a lack of concern regarding the accounts presented or audit procedures used.</i>				
3	Approve Remuneration Report	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the proposed remuneration report is warranted because it is below par in relation to market standards, particularly with regards to the annual performance period in the LTIP, and lack of ex post STIP disclosure of performance targets and individual achievement levels.</i>				
4	Approve Allocation of Income and Dividends of DKK 0.38 Per Share	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted due to a lack of controversy surrounding the proposed dividend.</i>				
5	Approve Remuneration of Directors in the Amount of DKK 1.2 Million for Chair, DKK 800,000 for Vice Chair and DKK 400,000 for Other Directors; Approve Compensation for Committee Work	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration proposal is warranted because of a lack of concern regarding the proposed fees.</i>				
6	Reelect Jorgen Jensen (Chair) as Director	Mgmt	For	Abstain	Abstain
	<i>Voting Policy Rationale: A vote ABSTAIN for incumbent nomination committee members Joergen Jensen, Michael del Prado, and Shacey Petrovic is warranted for lack of diversity on the board. A vote ABSTAIN for candidate Simon Hesse Hoffmann is warranted because he represents and is a primary beneficiary of the unequal voting rights structure. A vote FOR the remaining director nominees is warranted at this time.</i>				
7	Reelect Shacey Petrovic (Vice-Chair) as New Director	Mgmt	For	Abstain	Abstain
	<i>Voting Policy Rationale: A vote ABSTAIN for incumbent nomination committee members Joergen Jensen, Michael del Prado, and Shacey Petrovic is warranted for lack of diversity on the board. A vote ABSTAIN for candidate Simon Hesse Hoffmann is warranted because he represents and is a primary beneficiary of the unequal voting rights structure. A vote FOR the remaining director nominees is warranted at this time.</i>				
8.a	Reelect Michael del Prado as Director	Mgmt	For	Abstain	Abstain
	<i>Voting Policy Rationale: A vote ABSTAIN for incumbent nomination committee members Joergen Jensen, Michael del Prado, and Shacey Petrovic is warranted for lack of diversity on the board. A vote ABSTAIN for candidate Simon Hesse Hoffmann is warranted because he represents and is a primary beneficiary of the unequal voting rights structure. A vote FOR the remaining director nominees is warranted at this time.</i>				
8.b	Reelect Susanne Larsson as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote ABSTAIN for incumbent nomination committee members Joergen Jensen, Michael del Prado, and Shacey Petrovic is warranted for lack of diversity on the board. A vote ABSTAIN for candidate Simon Hesse Hoffmann is warranted because he represents and is a primary beneficiary of the unequal voting rights structure. A vote FOR the remaining director nominees is warranted at this time.</i>				

Ambu A/S

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8.c	Reelect Simon Hesse Hoffmann as Director	Mgmt	For	Abstain	Abstain
<p><i>Voting Policy Rationale: A vote ABSTAIN for incumbent nomination committee members Joergen Jensen, Michael del Prado, and Shacey Petrovic is warranted for lack of diversity on the board. A vote ABSTAIN for candidate Simon Hesse Hoffmann is warranted because he represents and is a primary beneficiary of the unequal voting rights structure. A vote FOR the remaining director nominees is warranted at this time.</i></p>					
8.d	Elect David Hale as New Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote ABSTAIN for incumbent nomination committee members Joergen Jensen, Michael del Prado, and Shacey Petrovic is warranted for lack of diversity on the board. A vote ABSTAIN for candidate Simon Hesse Hoffmann is warranted because he represents and is a primary beneficiary of the unequal voting rights structure. A vote FOR the remaining director nominees is warranted at this time.</i></p>					
9	Ratify Ernst & Young as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i></p>					
10	Authorize Editorial Changes to Adopted Resolutions in Connection with Registration with Danish Authorities	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this formality is warranted as it will not have any impact on the material content of the adopted resolutions.</i></p>					
11	Other Business	Mgmt			
<p><i>Voting Policy Rationale: This is a routine, non-voting item.</i></p>					

Bill Holdings, Inc.

Meeting Date: 12/05/2024 **Country:** USA **Ticker:** BILL
Record Date: 10/10/2024 **Meeting Type:** Annual
Primary Security ID: 090043100

Shares Voted: 515

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Aida Alvarez	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Aida Alvarez for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee member Aida Alvarez given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i></p>					
1.2	Elect Director Steve Fisher	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Aida Alvarez for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee member Aida Alvarez given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i></p>					

Bill Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Director Allison Mnookin	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Aida Alvarez for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee member Aida Alvarez given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Alison Wagonfeld	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Aida Alvarez for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee member Aida Alvarez given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 5.25 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. Although the STIP had rigorous goals based on two financial metrics, concerns remain regarding the LTIP. The majority of PSUs in the LTIP are still based on a one-year performance period and the newly introduced relative TSR metric targets only median performance. Additionally, compelling rationale was not identified regarding the CEO's outsized annual equity award, especially considering that the company's TSR was negative and significantly underperformed during the year in review.</i>				
4	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i>				

Coloplast A/S

Meeting Date: 12/05/2024

Country: Denmark

Ticker: COLO.B

Record Date: 11/28/2024

Meeting Type: Annual

Primary Security ID: K16018192

Shares Voted: 1,588

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Report of Board	Mgmt			
	<i>Voting Policy Rationale: This is a routine, non-voting item.</i>				
2	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the approval of the annual accounts is warranted due to a lack of concern regarding the accounts presented or audit procedures used.</i>				
3	Approve Allocation of Income	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this income allocation proposal is warranted due to a lack of controversy surrounding the proposed dividend.</i>				

Coloplast A/S

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because the proposed remuneration report is well described and does not contravene good European executive remuneration practice. The vote is qualified as the company has not disclosed the targets and exact outcomes of the short-term bonus.</i>				
5	Approve Remuneration of Directors in the Amount of DKK 1.5 Million for Chairman, DKK 875,000 for Deputy Chairman and DKK 500,000 for Other Directors; Approve Remuneration for Committee Work	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this remuneration proposal is warranted because of a lack of concern regarding the proposed fees.</i>				
6	Other Proposals from Board or Shareholders (None Submitted)	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				
7.1	Reelect Lars Soren Rasmussen as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR candidates Lars Rasmussen, Annette Bruls, Carsten Hellmann, Jette Nygaard-Andersen, and Marianne Wiinholt (Items 7.1 and 7.3-7.6) is warranted due to a lack of concern regarding the composition of the board or its committees. A vote ABSTAIN candidate Niels Peter Louis-Hansen (Item 7.2) is warranted because the candidate is the primary beneficiary of the unequal voting rights share structure.</i>				
7.2	Reelect Niels Peter Louis-Hansen as Director	Mgmt	For	Abstain	Abstain
	<i>Voting Policy Rationale: A vote FOR candidates Lars Rasmussen, Annette Bruls, Carsten Hellmann, Jette Nygaard-Andersen, and Marianne Wiinholt (Items 7.1 and 7.3-7.6) is warranted due to a lack of concern regarding the composition of the board or its committees. A vote ABSTAIN candidate Niels Peter Louis-Hansen (Item 7.2) is warranted because the candidate is the primary beneficiary of the unequal voting rights share structure.</i>				
7.3	Reelect Annette Bruls as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR candidates Lars Rasmussen, Annette Bruls, Carsten Hellmann, Jette Nygaard-Andersen, and Marianne Wiinholt (Items 7.1 and 7.3-7.6) is warranted due to a lack of concern regarding the composition of the board or its committees. A vote ABSTAIN candidate Niels Peter Louis-Hansen (Item 7.2) is warranted because the candidate is the primary beneficiary of the unequal voting rights share structure.</i>				
7.4	Reelect Carsten Hellmann as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR candidates Lars Rasmussen, Annette Bruls, Carsten Hellmann, Jette Nygaard-Andersen, and Marianne Wiinholt (Items 7.1 and 7.3-7.6) is warranted due to a lack of concern regarding the composition of the board or its committees. A vote ABSTAIN candidate Niels Peter Louis-Hansen (Item 7.2) is warranted because the candidate is the primary beneficiary of the unequal voting rights share structure.</i>				
7.5	Reelect Jette Nygaard-Andersen as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR candidates Lars Rasmussen, Annette Bruls, Carsten Hellmann, Jette Nygaard-Andersen, and Marianne Wiinholt (Items 7.1 and 7.3-7.6) is warranted due to a lack of concern regarding the composition of the board or its committees. A vote ABSTAIN candidate Niels Peter Louis-Hansen (Item 7.2) is warranted because the candidate is the primary beneficiary of the unequal voting rights share structure.</i>				
7.6	Reelect Marianne Wiinholt as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR candidates Lars Rasmussen, Annette Bruls, Carsten Hellmann, Jette Nygaard-Andersen, and Marianne Wiinholt (Items 7.1 and 7.3-7.6) is warranted due to a lack of concern regarding the composition of the board or its committees. A vote ABSTAIN candidate Niels Peter Louis-Hansen (Item 7.2) is warranted because the candidate is the primary beneficiary of the unequal voting rights share structure.</i>				

Coloplast A/S

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8	Ratify Ernst & Young as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because there are no concerns regarding this proposal.</i>					
9	Authorize Editorial Changes to Adopted Resolutions in Connection with Registration with Danish Authorities	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this formality is warranted as it will not have any impact on the material content of the adopted resolutions.</i>					
10	Other Business	Mgmt			
<i>Voting Policy Rationale: This is a routine, non-voting item.</i>					

Ferguson Enterprises Inc.

Meeting Date: 12/05/2024 **Country:** USA **Ticker:** FERG
Record Date: 10/09/2024 **Meeting Type:** Annual
Primary Security ID: 31488V107

Shares Voted: 2,785

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Rekha Agrawal	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Geoffrey (Geoff) Drabble, Brian May, James (Jim) Metcalf and Alan Murray is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1b	Elect Director Kelly Baker	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Geoffrey (Geoff) Drabble, Brian May, James (Jim) Metcalf and Alan Murray is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1c	Elect Director Rick Beckwitt	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Geoffrey (Geoff) Drabble, Brian May, James (Jim) Metcalf and Alan Murray is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1d	Elect Director Bill Brundage	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Geoffrey (Geoff) Drabble, Brian May, James (Jim) Metcalf and Alan Murray is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1e	Elect Director Geoff Drabble	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Geoffrey (Geoff) Drabble, Brian May, James (Jim) Metcalf and Alan Murray is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1f	Elect Director Catherine Halligan	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Geoffrey (Geoff) Drabble, Brian May, James (Jim) Metcalf and Alan Murray is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

Ferguson Enterprises Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1g	Elect Director Brian May	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Geoffrey (Geoff) Drabble, Brian May, James (Jim) Metcalf and Alan Murray is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1h	Elect Director James S. Metcalf	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Geoffrey (Geoff) Drabble, Brian May, James (Jim) Metcalf and Alan Murray is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1i	Elect Director Kevin Murphy	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Geoffrey (Geoff) Drabble, Brian May, James (Jim) Metcalf and Alan Murray is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1j	Elect Director Alan Murray	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Geoffrey (Geoff) Drabble, Brian May, James (Jim) Metcalf and Alan Murray is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1k	Elect Director Suzanne Wood	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Geoffrey (Geoff) Drabble, Brian May, James (Jim) Metcalf and Alan Murray is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i></p>					
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
<p><i>Voting Policy Rationale: A vote for the adoption of an ANNUAL say-on-pay frequency is warranted. Annual say-on-pay votes are considered a best practice as they give shareholders a regular opportunity to opine on executive pay.</i></p>					

Gamuda Berhad

Meeting Date: 12/05/2024

Country: Malaysia

Ticker: 5398

Record Date: 11/26/2024

Meeting Type: Annual

Primary Security ID: Y2679X106

Shares Voted: 260,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Directors' Fees	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these resolutions is warranted.</i></p>					

Gamuda Berhad

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Directors' Remuneration (Excluding Directors' Fees)	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these resolutions is warranted.</i>					
3	Elect Ha Tiing Tai as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR both nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>					
4	Elect Nazli binti Mohd Khir Johari as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR both nominees is warranted given the absence of any known issues concerning the nominees and the company's board and committee dynamics.</i>					
5	Approve Ernst & Young PLT as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted given the absence of any known issues concerning the audit firm, its remuneration, and the way the audit was conducted.</i>					
6	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted.</i>					
7	Approve Share Repurchase Program	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted.</i>					
8	Approve Issuance of New Ordinary Shares Pursuant to the Dividend Reinvestment Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted.</i>					

Gamuda Berhad

Meeting Date: 12/05/2024

Country: Malaysia

Ticker: 5398

Record Date: 11/26/2024

Meeting Type: Extraordinary Shareholders

Primary Security ID: Y2679X106

Shares Voted: 260,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Proposed Bonus Issue of New Ordinary Shares	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted given the absence of any issues concerning the proposed bonus issue.</i>					

Meeting Date: 12/05/2024

Country: USA

Ticker: WOLF

Record Date: 10/07/2024

Meeting Type: Annual

Primary Security ID: 977852102

Shares Voted: 306

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Glenda M. Dorchak	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Glenda Dorchak, Duy-Loan Le, and Stacy Smith for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director John C. Hodge	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Glenda Dorchak, Duy-Loan Le, and Stacy Smith for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Darren R. Jackson	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Glenda Dorchak, Duy-Loan Le, and Stacy Smith for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Duy-Loan T. Le	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Glenda Dorchak, Duy-Loan Le, and Stacy Smith for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Gregg A. Lowe *Withdrawn Resolution*	Mgmt			
1.6	Elect Director Marvin A. Riley	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Glenda Dorchak, Duy-Loan Le, and Stacy Smith for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Thomas J. Seifert	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Glenda Dorchak, Duy-Loan Le, and Stacy Smith for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Stacy J. Smith	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Glenda Dorchak, Duy-Loan Le, and Stacy Smith for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director Thomas H. Werner	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Glenda Dorchak, Duy-Loan Le, and Stacy Smith for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.10	Elect Director George H. "Woody" Young, III	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Glenda Dorchak, Duy-Loan Le, and Stacy Smith for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.33 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Wolfspeed, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Voting Policy Rationale: A vote FOR this proposal is warranted. Although pay-and-performance were misaligned for the year in review, concerns are sufficiently mitigated for the year. Annual incentives are largely based on objective financial metrics, and below-target payout was commensurate with financial performance. Further, the LTI are majority performance-based with relative TSR targeting outperformance, and prior-cycle PSUs paid out below target consistent with share price performance. Nevertheless, continued monitoring of pay outcomes and award opportunities is warranted.

Associated British Foods Plc

Meeting Date: 12/06/2024 **Country:** United Kingdom **Ticker:** ABF
Record Date: 12/04/2024 **Meeting Type:** Annual
Primary Security ID: G05600138

Shares Voted: 1,604

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>					
2	Approve Remuneration Report	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is considered warranted as no material concerns have been identified.</i>					
3	Approve Final Dividend	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>					
4	Re-elect Emma Adamo as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael McLintock, Dame Heather Rabbatts, Graham Allan, Annie Murphy, and Richard Reid is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
5	Re-elect Graham Allan as Director	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael McLintock, Dame Heather Rabbatts, Graham Allan, Annie Murphy, and Richard Reid is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
6	Re-elect Kumsal Bayazit as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael McLintock, Dame Heather Rabbatts, Graham Allan, Annie Murphy, and Richard Reid is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
7	Re-elect Michael McLintock as Director	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael McLintock, Dame Heather Rabbatts, Graham Allan, Annie Murphy, and Richard Reid is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

Associated British Foods Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8	Re-elect Annie Murphy as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael McLintock, Dame Heather Rabbatts, Graham Allan, Annie Murphy, and Richard Reid is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
9	Re-elect Dame Heather Rabbatts as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael McLintock, Dame Heather Rabbatts, Graham Allan, Annie Murphy, and Richard Reid is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
10	Re-elect Richard Reid as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael McLintock, Dame Heather Rabbatts, Graham Allan, Annie Murphy, and Richard Reid is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
11	Re-elect Eoin Tonge as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael McLintock, Dame Heather Rabbatts, Graham Allan, Annie Murphy, and Richard Reid is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
12	Re-elect George Weston as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael McLintock, Dame Heather Rabbatts, Graham Allan, Annie Murphy, and Richard Reid is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
13	Elect Loraine Woodhouse as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Michael McLintock, Dame Heather Rabbatts, Graham Allan, Annie Murphy, and Richard Reid is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
14	Reappoint Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 6.0 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
15	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 6.0 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
16	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				
17	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
18	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				

Associated British Foods Plc

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

Copart, Inc.

Meeting Date: 12/06/2024 **Country:** USA **Ticker:** CPRT
Record Date: 10/11/2024 **Meeting Type:** Annual
Primary Security ID: 217204106

Shares Voted: 8,479

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Willis J. Johnson	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Daniel Englander, Cherylyn Harley LeBon, Diane Morefield, Carl Sparks and Thomas Tryforos is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.2	Elect Director A. Jayson Adair	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Daniel Englander, Cherylyn Harley LeBon, Diane Morefield, Carl Sparks and Thomas Tryforos is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.3	Elect Director Matt Blunt	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Daniel Englander, Cherylyn Harley LeBon, Diane Morefield, Carl Sparks and Thomas Tryforos is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.4	Elect Director Steven D. Cohan	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Daniel Englander, Cherylyn Harley LeBon, Diane Morefield, Carl Sparks and Thomas Tryforos is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.5	Elect Director Daniel J. Englander	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Daniel Englander, Cherylyn Harley LeBon, Diane Morefield, Carl Sparks and Thomas Tryforos is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.6	Elect Director James E. Meeks	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Daniel Englander, Cherylyn Harley LeBon, Diane Morefield, Carl Sparks and Thomas Tryforos is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.7	Elect Director Thomas N. Tryforos	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Daniel Englander, Cherylyn Harley LeBon, Diane Morefield, Carl Sparks and Thomas Tryforos is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

Copart, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.8	Elect Director Diane M. Morefield	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Daniel Englander, Cherylyn Harley LeBon, Diane Morefield, Carl Sparks and Thomas Tryforos is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.9	Elect Director Stephen Fisher	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Daniel Englander, Cherylyn Harley LeBon, Diane Morefield, Carl Sparks and Thomas Tryforos is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.10	Elect Director Cherylyn Harley LeBon	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Daniel Englander, Cherylyn Harley LeBon, Diane Morefield, Carl Sparks and Thomas Tryforos is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.11	Elect Director Carl D. Sparks	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Daniel Englander, Cherylyn Harley LeBon, Diane Morefield, Carl Sparks and Thomas Tryforos is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.12	Elect Director Jeffrey Liaw	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Daniel Englander, Cherylyn Harley LeBon, Diane Morefield, Carl Sparks and Thomas Tryforos is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned. Annual incentives were primarily based on a preset objective with increased disclosure of actual results, and regular annual equity grants to NEOs were half performance conditioned.</i></p>					
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST the ratification of the company's auditor is warranted given that non-audit fees represent 26.68 percent of the total fees received by the auditor during the fiscal year, raising substantial doubts over the independence of the auditor.</i></p>					

D'Ieteren Group

Meeting Date: 12/06/2024 **Country:** Belgium **Ticker:** DIE
Record Date: 11/22/2024 **Meeting Type:** Special
Primary Security ID: B49343187

Shares Voted: 903

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Dividends	Mgmt	For	Against	Against

D'Ieteren Group

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<p><i>Voting Policy Rationale: A vote AGAINST is warranted because: * The proposed exceptional dividend is not supported by a compelling strategic rationale for the company, particularly in light of the substantial increase in debt and consequently adjusted risk profile of the company. * The dividend and related (opportunity) costs appear particularly designed to enable an intra-family shareholding transaction, whereby the D'Ieteren family holding is consolidated into one family branch, without there being clear and obvious benefits for all shareholders. * Significant concerns are raised with regard to the changing leverage profile of D'Ieteren and subsidiary Belron, without there being a clear investment case to leverage up and diminish investment opportunities on the short to medium term for D'Ieteren. * The negative market reaction (one-day minus 6.9 percent and by 12.21 percent as per Nov. 15, 2024).</i></p>				
2	Receive Directors' Reports in Accordance with Article 7:151/1 of the CSA (Non-Voting)	Mgmt			
	<p><i>Voting Policy Rationale: No vote is required.</i></p>				
3.1	Approve Change-of-Control Clause Re: Senior Facilities Agreement	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST is warranted because a concern is raised in the absence of clear disclosure regarding the senior facilities agreement or its potential impact in case of change-in-control. Furthermore, we do note that the company is considering high debt raisings, without a compelling rationale.</i></p>				
3.2	Approve Change-of-Control Clause Re: Potential Transfer of Pledged Assets	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST is warranted because the proposed resolution is to approve change-of-control provisions that includes the pledging of company's assets under financing agreement that aim to finance the extraordinary dividend of EUR 74.00 per share (see Item 1), which does not warrant shareholder support. The extraordinary dividend appears designed for the purpose of financing an intra-family transaction in D'Ieteren shares whereas shareholders are faced with the related financing costs, riskier leverage profile, and reduced investment capacity.</i></p>				
4	Authorize Implementation of Approved Resolutions and Filing of Required Documents/Formalities at Trade Registry	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST is warranted since approval of this item would allow the company to file any required documents or formalities in relation to the implementation of the approved resolutions under Items 1, 3.1 and 3.2, which does not warrant shareholder support.</i></p>				

Hargreaves Lansdown Plc

Meeting Date: 12/06/2024 **Country:** United Kingdom **Ticker:** HL
Record Date: 12/04/2024 **Meeting Type:** Annual
Primary Security ID: G43940108

Shares Voted: 1,489

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

Hargreaves Lansdown Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as no significant concerns have been identified.</i>				
4	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 5.5 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
5	Elect Alison Platt as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Penelope (Penny) James, Andrea Blance, Michael Morley, Darren Pope, and John Troiano is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
6	Re-elect Dan Olley as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Penelope (Penny) James, Andrea Blance, Michael Morley, Darren Pope, and John Troiano is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
7	Re-elect Amy Stirling as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Penelope (Penny) James, Andrea Blance, Michael Morley, Darren Pope, and John Troiano is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
8	Re-elect John Troiano as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Penelope (Penny) James, Andrea Blance, Michael Morley, Darren Pope, and John Troiano is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
9	Re-elect Andrea Blance as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Penelope (Penny) James, Andrea Blance, Michael Morley, Darren Pope, and John Troiano is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
10	Re-elect Adrian Collins as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Penelope (Penny) James, Andrea Blance, Michael Morley, Darren Pope, and John Troiano is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
11	Re-elect Penny James as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Penelope (Penny) James, Andrea Blance, Michael Morley, Darren Pope, and John Troiano is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
12	Re-elect Darren Pope as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Penelope (Penny) James, Andrea Blance, Michael Morley, Darren Pope, and John Troiano is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
13	Re-elect Michael Morley as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Penelope (Penny) James, Andrea Blance, Michael Morley, Darren Pope, and John Troiano is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Hargreaves Lansdown Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
14	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				
15	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
16	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
17	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>				

Viatrix Inc.

Meeting Date: 12/06/2024

Country: USA

Ticker: VTRS

Record Date: 10/11/2024

Meeting Type: Annual

Primary Security ID: 92556V106

Shares Voted: 4,365

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1A	Elect Director W. Don Cornwell	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members JoEllen Dillon, Leo Groothuis, Harry Korman, and Mark Parrish is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1B	Elect Director JoEllen Lyons Dillon	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members JoEllen Dillon, Leo Groothuis, Harry Korman, and Mark Parrish is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1C	Elect Director Elisha Finney	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members JoEllen Dillon, Leo Groothuis, Harry Korman, and Mark Parrish is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1D	Elect Director Leo Groothuis	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members JoEllen Dillon, Leo Groothuis, Harry Korman, and Mark Parrish is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1E	Elect Director Melina Higgins	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members JoEllen Dillon, Leo Groothuis, Harry Korman, and Mark Parrish is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1F	Elect Director James M. Kilts	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members JoEllen Dillon, Leo Groothuis, Harry Korman, and Mark Parrish is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1G	Elect Director Harry Korman	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members JoEllen Dillon, Leo Groothuis, Harry Korman, and Mark Parrish is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1H	Elect Director Rajiv Malik	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members JoEllen Dillon, Leo Groothuis, Harry Korman, and Mark Parrish is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1I	Elect Director Richard Mark	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members JoEllen Dillon, Leo Groothuis, Harry Korman, and Mark Parrish is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1J	Elect Director Mark Parrish	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members JoEllen Dillon, Leo Groothuis, Harry Korman, and Mark Parrish is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1K	Elect Director Scott A. Smith	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members JoEllen Dillon, Leo Groothuis, Harry Korman, and Mark Parrish is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1L	Elect Director Rogerio Vivaldi Coelho	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members JoEllen Dillon, Leo Groothuis, Harry Korman, and Mark Parrish is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. Although CEO pay and performance are reasonably aligned for the year under review, significant concern is raised regarding the outsized magnitude and insufficient rationale pertaining to pay arrangements of former executive chairman Robert Coury in his capacity as an advisor to the board following his resignation from the executive chairman role. The company has not disclosed a compelling rationale for maintaining Coury's compensation at a level commensurate with the CEO's pay despite his reduced capacity as a strategic advisor, which is particularly concerning on the heels of a sizable severance payout.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 9.04 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				

Meeting Date: 12/09/2024

Country: USA

Ticker: CSCO

Record Date: 10/10/2024

Meeting Type: Annual

Primary Security ID: 17275R102

Shares Voted: 65,328

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Wesley G. Bush	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) Capellas, Mark Garrett and Daniel (Dan) Schulman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Michael D. Capellas	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) Capellas, Mark Garrett and Daniel (Dan) Schulman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Mark Garrett	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) Capellas, Mark Garrett and Daniel (Dan) Schulman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director John D. Harris, II	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) Capellas, Mark Garrett and Daniel (Dan) Schulman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Kristina M. Johnson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) Capellas, Mark Garrett and Daniel (Dan) Schulman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Sarah Rae Murphy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) Capellas, Mark Garrett and Daniel (Dan) Schulman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Charles H. Robbins	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) Capellas, Mark Garrett and Daniel (Dan) Schulman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Daniel H. Schulman	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) Capellas, Mark Garrett and Daniel (Dan) Schulman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Marianna Tessel	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael (Mike) Capellas, Mark Garrett and Daniel (Dan) Schulman is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Cisco Systems, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * High CEO pay relative to company performance compared to the company's peers; and * High CEO pay in relation to company peer group CEO median pay levels. Shareholders should also note a certain number of concerning features that are raised within the pay program, most notably the lowering of one target in the LTI program, the extensive use of one-year performance periods for performance equity, and the increase in the annual equity grant value.</i></p>					
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i></p>					

Powszechna Kasa Oszczedności Bank Polski SA

Meeting Date: 12/09/2024 **Country:** Poland **Ticker:** PKO
Record Date: 11/23/2024 **Meeting Type:** Special
Primary Security ID: X6919X108

Shares Voted: 23,424

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Management Proposals Open Meeting	Mgmt			
<p><i>Voting Policy Rationale: Votes FOR Items 2 and 4 are warranted because these are routine meeting formalities. Items 1 and 3 are non-voting.</i></p>					
2	Elect Meeting Chairman	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR Items 2 and 4 are warranted because these are routine meeting formalities. Items 1 and 3 are non-voting.</i></p>					
3	Acknowledge Proper Convening of Meeting	Mgmt			
<p><i>Voting Policy Rationale: Votes FOR Items 2 and 4 are warranted because these are routine meeting formalities. Items 1 and 3 are non-voting.</i></p>					
4	Approve Agenda of Meeting	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR Items 2 and 4 are warranted because these are routine meeting formalities. Items 1 and 3 are non-voting.</i></p>					
5	Shareholder Proposals Submitted by OFE PZU Złota Jesien, Nationale-Nederlanden OFE, and Generali OFE Amend Statute Re: Supervisory Board	Mgmt	SH	For	Against
<p><i>Voting Policy Rationale: A vote AGAINST is warranted because the proposed amendment may limit the rights of shareholders.</i></p>					
6.1	Recall Supervisory Board Member	SH	None	Against	Against
<p><i>Voting Policy Rationale: Votes AGAINST the shareholder proposals are warranted because: * The proponent has failed to disclose the names of the directors to be recalled and the names of the nominees to be elected; * The shareholders has not provided any sound justification behind the proposed changes to the supervisory board composition.</i></p>					

Powszechna Kasa Oszczedności Bank Polski SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6.2	Elect Supervisory Board Member	SH	None	Against	Against
<p><i>Voting Policy Rationale: Votes AGAINST the shareholder proposals are warranted because: * The proponent has failed to disclose the names of the directors to be recalled and the names of the nominees to be elected; * The shareholders has not provided any sound justification behind the proposed changes to the supervisory board composition.</i></p>					
7	Approve Collective Suitability Assessment of Supervisory Board Members	SH	None	Against	Against
<p><i>Voting Policy Rationale: Votes AGAINST the shareholder proposals are warranted because: * The proponent has failed to disclose the names of the directors to be recalled and the names of the nominees to be elected; * The shareholders has not provided any sound justification behind the proposed changes to the supervisory board composition.</i></p>					
8	Approve Decision on Covering Costs of Convocation of EGM	SH	None	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this item is warranted.</i></p>					
	Management Proposals	Mgmt			
9	Close Meeting	Mgmt			
<p><i>Voting Policy Rationale: This is a non-voting item.</i></p>					

Smartsheet Inc.

Meeting Date: 12/09/2024 **Country:** USA **Ticker:** SMAR
Record Date: 10/25/2024 **Meeting Type:** Special
Primary Security ID: 83200N103

Shares Voted: 720

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Merger Agreement	Mgmt	For	For	For
<p><i>Voting Policy Rationale: The sales process appears reasonable, shareholders are receiving a meaningful premium, there is a potential downside risk of non-approval, and the cash consideration provides liquidity and certainty of value. Given these factors, support FOR the proposed transaction is warranted.</i></p>					
2	Advisory Vote on Golden Parachutes	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted. Although a majority of outstanding equity will auto-accelerate at the time of merger, cash severance is double trigger and of a reasonable basis, with no excise tax gross-ups payable.</i></p>					
3	Adjourn Meeting	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this agenda item is warranted as the underlying transaction warrants support.</i></p>					

CMOC Group Limited

Meeting Date: 12/10/2024 **Country:** China **Ticker:** 3993
Record Date: 12/04/2024 **Meeting Type:** Extraordinary Shareholders
Primary Security ID: Y1503Z105

CMOC Group Limited

Shares Voted: 222,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	EGM BALLOT FOR HOLDERS OF H SHARES Approve CATL Product Sales and Procurement Framework Agreement, Proposed Annual Caps and Related Transactions	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these proposals is warranted given: * the transactions to be contemplated under these proposals are within the ordinary and usual course of the company's business and are on normal commercial terms; and * the independent non-executive directors and independent financial advisor believe that the transactions are fair and reasonable for the company's shareholders.</i></p>					
2	Approve KFM Sales and Procurement Framework Agreement, Proposed Annual Caps and Related Transactions	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these proposals is warranted given: * the transactions to be contemplated under these proposals are within the ordinary and usual course of the company's business and are on normal commercial terms; and * the independent non-executive directors and independent financial advisor believe that the transactions are fair and reasonable for the company's shareholders.</i></p>					
3	Approve Proposed Cancellation of Repurchased A Shares Under the A Share Repurchase Plan (Phase II)	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted given the absence of any known issues concerning the Proposed Cancellation of repurchased A Shares.</i></p>					
4	Approve Proposed Changes of Registered Capital and Company Type of the Company and Amend Articles of Association	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Given that the amendments are mainly proposed to reflect changes in the registered capital of the company, and in the absence of any known issues concerning the proposed change of company type, a vote FOR this proposal is warranted.</i></p>					

CMOC Group Limited

Meeting Date: 12/10/2024

Country: China

Ticker: 3993

Record Date: 12/04/2024

Meeting Type: Special

Primary Security ID: Y1503Z105

Shares Voted: 222,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	CLASS MEETING FOR HOLDERS OF H SHARES	Mgmt			

CMOC Group Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Proposed Cancellation of Repurchased A Shares Under the A Share Repurchase Plan (Phase II)	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted given the absence of any known issues concerning the Proposed Cancellation of repurchased A Shares.</i>				
2	Approve Proposed Changes of Registered Capital and Company Type of the Company and Amend Articles of Association	Mgmt	For	For	For
	<i>Voting Policy Rationale: Given that the amendments are mainly proposed to reflect changes in the registered capital of the company, and in the absence of any known issues concerning the proposed change of company type, a vote FOR this proposal is warranted.</i>				

Microsoft Corporation

Meeting Date: 12/10/2024 **Country:** USA **Ticker:** MSFT
Record Date: 09/30/2024 **Meeting Type:** Annual
Primary Security ID: 594918104

Shares Voted: 74,471

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Reid G. Hoffman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.2	Elect Director Hugh F. Johnston	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.3	Elect Director Teri L. List	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.4	Elect Director Catherine MacGregor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.5	Elect Director Mark A. L. Mason	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.6	Elect Director Satya Nadella	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.7	Elect Director Sandra E. Peterson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.8	Elect Director Penny S. Pritzker	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				

Microsoft Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.9	Elect Director Carlos A. Rodriguez	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.10	Elect Director Charles W. Scharf	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.11	Elect Director John W. Stanton	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1.12	Elect Director Emma N. Walmsley	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are aligned for the year in review. Annual incentives were primarily based on objective criteria and the CEO's long-term awards were entirely performance-conditioned. The cash incentive payout was reduced at the CEO's request this year. However, the CEO's base salary and STI payout opportunities remained relatively large and long-term incentives rely primarily on annual performance periods.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 7.81 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Report on Risks of Weapons Development	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted as the requested report would allow shareholders to better understand Microsoft's management and oversight of risks related to weapons development.</i>				
5	Assess and Report on Investing in Bitcoin	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted, given that the company already considers potential investments in Bitcoin and other cryptocurrencies as part of its investment portfolio.</i>				
6	Report on Risks of Operating in Countries with Significant Human Rights Concerns	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Shareholders would benefit from increased disclosure regarding how the company is managing human rights-related risks in high-risk countries.</i>				
7	Report on Risks of Using Artificial Intelligence and Machine Learning Tools for Oil and Gas Development and Production	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as shareholders would benefit from additional disclosure related to the potential risks associated with the use of the company's artificial intelligence and machine learning tools for new oil and gas development and production.</i>				
8	Report on Risks Related to AI Generated Misinformation and Disinformation	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Increased disclosure and greater transparency regarding risks related to misinformation and disinformation, including from generative AI, would benefit shareholders on its potential business impacts and how the company is managing these risks.</i>				

Microsoft Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
9	Report on AI Data Sourcing Accountability	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted as the company is facing increased risks related to copyright infringement and AI data sourcing. Although it discloses information about its assessment of AI risks generally, shareholders would benefit from greater attention to risks related to how the company uses third-party information to train its large language models.</i></p>					

Palo Alto Networks, Inc.

Meeting Date: 12/10/2024 **Country:** USA **Ticker:** PANW
Record Date: 10/18/2024 **Meeting Type:** Annual
Primary Security ID: 697435105

Shares Voted: 3,704

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director John Key	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1b	Elect Director Mary Pat McCarthy	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
1c	Elect Director Nir Zuk	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i></p>					
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 16.29 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
<p><i>Voting Policy Rationale: A vote for the adoption of an ANNUAL say-on-pay frequency is warranted. Annual say-on-pay votes are considered a best practice as they give shareholders a regular opportunity to opine on executive pay.</i></p>					
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Some pay program concerns warrant continued monitoring, including the value of the CEO's annual equity grant and LTI structure, though pay and performance are reasonably aligned for the year in review. Nevertheless, a vote AGAINST the proposal is warranted due to the compensation committee's limited responsiveness to last year's failed say-on-pay vote result. The committee made certain pay program improvements in response to shareholder concerns, including a reduction in perquisites and the maximum LTI vesting opportunity, improved STI disclosure, and a firmer commitment regarding one-time awards. However, it is unclear whether the reduction in the maximum LTI vesting opportunity adequately addresses expressed concerns, as the new maximum remains a significant outlier. Further, it is unclear whether the committee adequately addressed concerns surrounding "certain components of CEO compensation" considered too high, in part due to vague disclosure regarding this point of feedback.</i></p>					
5	Amend Omnibus Stock Plan	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i></p>					

Palo Alto Networks, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Report on Climate Risk in Retirement Plan Options	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted. While the company offers an option to employees that want to invest more responsibly, it is unclear how well employees understand the retirement plans available to them. The information requested in the report would not only complement and enhance the company's existing commitments regarding climate change, but also allow shareholders to better evaluate the company's strategies and management of related risks.</i></p>					

Atlassian Corporation

Meeting Date: 12/11/2024 **Country:** USA **Ticker:** TEAM
Record Date: 10/14/2024 **Meeting Type:** Annual
Primary Security ID: 049468101

Shares Voted: 1,457

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Scott Belsky	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Heather Fernandez, Enrique Salem and Richard (Rich) Wong is warranted for lack of diversity on the board. A vote AGAINST Governance Committee members Heather Fernandez, Enrique Salem, and Richard (Rich) Wong is further warranted for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. A vote AGAINST director nominees Michael (Mike) Cannon-Brookes and Scott Farquhar is warranted as their ownership of the supervoting shares provides them with voting power control of the company. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Shona L. Brown	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Heather Fernandez, Enrique Salem and Richard (Rich) Wong is warranted for lack of diversity on the board. A vote AGAINST Governance Committee members Heather Fernandez, Enrique Salem, and Richard (Rich) Wong is further warranted for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. A vote AGAINST director nominees Michael (Mike) Cannon-Brookes and Scott Farquhar is warranted as their ownership of the supervoting shares provides them with voting power control of the company. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director Michael Cannon-Brookes	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Heather Fernandez, Enrique Salem and Richard (Rich) Wong is warranted for lack of diversity on the board. A vote AGAINST Governance Committee members Heather Fernandez, Enrique Salem, and Richard (Rich) Wong is further warranted for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. A vote AGAINST director nominees Michael (Mike) Cannon-Brookes and Scott Farquhar is warranted as their ownership of the supervoting shares provides them with voting power control of the company. A vote FOR the remaining director nominees is warranted.</i></p>					
1d	Elect Director Scott Farquhar	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Heather Fernandez, Enrique Salem and Richard (Rich) Wong is warranted for lack of diversity on the board. A vote AGAINST Governance Committee members Heather Fernandez, Enrique Salem, and Richard (Rich) Wong is further warranted for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. A vote AGAINST director nominees Michael (Mike) Cannon-Brookes and Scott Farquhar is warranted as their ownership of the supervoting shares provides them with voting power control of the company. A vote FOR the remaining director nominees is warranted.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1e	Elect Director Heather M. Fernandez	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Heather Fernandez, Enrique Salem and Richard (Rich) Wong is warranted for lack of diversity on the board. A vote AGAINST Governance Committee members Heather Fernandez, Enrique Salem, and Richard (Rich) Wong is further warranted for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. A vote AGAINST director nominees Michael (Mike) Cannon-Brookes and Scott Farquhar is warranted as their ownership of the supervoting shares provides them with voting power control of the company. A vote FOR the remaining director nominees is warranted.</i></p>				
1f	Elect Director Sasan Goodarzi	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Heather Fernandez, Enrique Salem and Richard (Rich) Wong is warranted for lack of diversity on the board. A vote AGAINST Governance Committee members Heather Fernandez, Enrique Salem, and Richard (Rich) Wong is further warranted for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. A vote AGAINST director nominees Michael (Mike) Cannon-Brookes and Scott Farquhar is warranted as their ownership of the supervoting shares provides them with voting power control of the company. A vote FOR the remaining director nominees is warranted.</i></p>				
1g	Elect Director Jay Parikh	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Heather Fernandez, Enrique Salem and Richard (Rich) Wong is warranted for lack of diversity on the board. A vote AGAINST Governance Committee members Heather Fernandez, Enrique Salem, and Richard (Rich) Wong is further warranted for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. A vote AGAINST director nominees Michael (Mike) Cannon-Brookes and Scott Farquhar is warranted as their ownership of the supervoting shares provides them with voting power control of the company. A vote FOR the remaining director nominees is warranted.</i></p>				
1h	Elect Director Enrique Salem	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Heather Fernandez, Enrique Salem and Richard (Rich) Wong is warranted for lack of diversity on the board. A vote AGAINST Governance Committee members Heather Fernandez, Enrique Salem, and Richard (Rich) Wong is further warranted for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. A vote AGAINST director nominees Michael (Mike) Cannon-Brookes and Scott Farquhar is warranted as their ownership of the supervoting shares provides them with voting power control of the company. A vote FOR the remaining director nominees is warranted.</i></p>				
1i	Elect Director Steven Sordello	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Heather Fernandez, Enrique Salem and Richard (Rich) Wong is warranted for lack of diversity on the board. A vote AGAINST Governance Committee members Heather Fernandez, Enrique Salem, and Richard (Rich) Wong is further warranted for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. A vote AGAINST director nominees Michael (Mike) Cannon-Brookes and Scott Farquhar is warranted as their ownership of the supervoting shares provides them with voting power control of the company. A vote FOR the remaining director nominees is warranted.</i></p>				
1j	Elect Director Richard P. Wong	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Heather Fernandez, Enrique Salem and Richard (Rich) Wong is warranted for lack of diversity on the board. A vote AGAINST Governance Committee members Heather Fernandez, Enrique Salem, and Richard (Rich) Wong is further warranted for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. A vote AGAINST director nominees Michael (Mike) Cannon-Brookes and Scott Farquhar is warranted as their ownership of the supervoting shares provides them with voting power control of the company. A vote FOR the remaining director nominees is warranted.</i></p>				
1k	Elect Director Michelle Zatlyn	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Heather Fernandez, Enrique Salem and Richard (Rich) Wong is warranted for lack of diversity on the board. A vote AGAINST Governance Committee members Heather Fernandez, Enrique Salem, and Richard (Rich) Wong is further warranted for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. A vote AGAINST director nominees Michael (Mike) Cannon-Brookes and Scott Farquhar is warranted as their ownership of the supervoting shares provides them with voting power control of the company. A vote FOR the remaining director nominees is warranted.</i></p>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 5.21 percent of the fees paid to the auditor are for non-audit purposes.</i></p>				

Atlassian Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; and * The company has not disclosed any risk mitigators, such as a clawback policy, CEO stock ownership guidelines, or stock holding period requirements.</i>					

Japan Real Estate Investment Corp.

Meeting Date: 12/11/2024 **Country:** Japan **Ticker:** 8952
Record Date: 09/30/2024 **Meeting Type:** Special
Primary Security ID: J27523109

Shares Voted: 106

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Executive Director Kato, Jo	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: There are no particular concerns about the nominee.</i>					
2.1	Elect Alternate Executive Director Kojima, Shojiro	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: There are no particular concerns about the nominee.</i>					
2.2	Elect Alternate Executive Director Fujino, Masaaki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: There are no particular concerns about the nominee.</i>					
3.1	Elect Supervisory Director Takano, Hiroaki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: There are no particular concerns about the nominee.</i>					
3.2	Elect Supervisory Director Aodai, Miyuki	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: There are no particular concerns about the nominee.</i>					
4	Elect Alternate Supervisory Director Omura, Fumie	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: There are no particular concerns about the nominee.</i>					

Swedish Orphan Biovitrum AB

Meeting Date: 12/11/2024 **Country:** Sweden **Ticker:** SOBI
Record Date: 12/03/2024 **Meeting Type:** Extraordinary Shareholders
Primary Security ID: W95637117

Swedish Orphan Biovitrum AB

Shares Voted: 1,479

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Open Meeting	Mgmt			
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
2	Elect Chairman of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
3	Prepare and Approve List of Shareholders	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
4	Approve Agenda of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
5	Designate Inspector(s) of Minutes of Meeting	Mgmt			
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
6	Acknowledge Proper Convening of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: These are routine meeting formalities.</i>				
7	Determine Number of Members (8) and Deputy Members (0) of Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because of a lack of controversy concerning the size of the board.</i>				
8.a	Elect David Meek as New Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR candidate David Meek is warranted due to a lack of concern regarding the suitability of this individual.</i>				
8.b	Elect David Meek as Board Chair	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because there are no concerns with the election of this individual as board chairman.</i>				
9	Close Meeting	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting formality.</i>				

China Three Gorges Renewables (Group) Co., Ltd.

Meeting Date: 12/12/2024

Country: China

Ticker: 600905

Record Date: 12/03/2024

Meeting Type: Special

Primary Security ID: Y1521K106

Shares Voted: 339,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve to Appoint Financial Auditor	Mgmt	For	For	For

China Three Gorges Renewables (Group) Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
2	Elect Zhang Kunjie as Non-independent Director	SH	For	For	For

Voting Policy Rationale: A vote FOR the nominee is warranted given the absence of any known issues concerning the nominee.

Fabrinet

Meeting Date: 12/12/2024 **Country:** Cayman Islands **Ticker:** FN
Record Date: 10/16/2024 **Meeting Type:** Annual
Primary Security ID: G3323L100

Shares Voted: 168

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Forbes I.J. Alexander	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees David (Tom) Mitchell and Frank Levinson for lack of diversity on the board. A vote FOR the remaining director nominee Forbes Alexander is warranted at this time.</i>				
1.2	Elect Director Frank H. Levinson	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees David (Tom) Mitchell and Frank Levinson for lack of diversity on the board. A vote FOR the remaining director nominee Forbes Alexander is warranted at this time.</i>				
1.3	Elect Director David T. (Tom) Mitchell	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees David (Tom) Mitchell and Frank Levinson for lack of diversity on the board. A vote FOR the remaining director nominee Forbes Alexander is warranted at this time.</i>				
2	Ratify PricewaterhouseCoopers ABAS Ltd. as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				

OSI Systems, Inc.

Meeting Date: 12/12/2024 **Country:** USA **Ticker:** OSIS
Record Date: 10/16/2024 **Meeting Type:** Annual
Primary Security ID: 671044105

Shares Voted: 134

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Deepak Chopra	Mgmt	For	For	For

OSI Systems, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kelli Bernard, James (Jim) Hawkins and Meyer Luskin is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director William F. Ballhaus, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kelli Bernard, James (Jim) Hawkins and Meyer Luskin is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Kelli Bernard	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kelli Bernard, James (Jim) Hawkins and Meyer Luskin is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Gerald Chizever	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kelli Bernard, James (Jim) Hawkins and Meyer Luskin is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director James B. Hawkins	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kelli Bernard, James (Jim) Hawkins and Meyer Luskin is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Meyer Luskin	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Kelli Bernard, James (Jim) Hawkins and Meyer Luskin is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. Although concerns regarding the CEO's sizeable cash retention bonus are partially mitigated due to the legacy nature of the agreement and the reasonable annualized value of the award and that pay programs are entirely performance-based, significant concerns are noted regarding the structure and disclosure of pay programs. Specifically, an NEO received an outsized bonus payment without compelling rationale and target goals and results tied to the bonus were not disclosed. In addition, the LTI program is designed such that all above-target vesting is based on one-year performance periods and there continues to be a lack of clear disclosure regarding prior equity grant payouts. Furthermore, a vote AGAINST to this proposal is further warranted as the company has not disclosed any short- and long-term E&S performance incentives and the company maintains an auto-accelerated equity vesting change-in-control provision.</i>				

Nutanix, Inc.

Meeting Date: 12/13/2024

Country: USA

Ticker: NTNX

Record Date: 11/07/2024

Meeting Type: Annual

Primary Security ID: 67059N108

Shares Voted: 1,101

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Max de Groen	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Virginia Gambale, Craig Conway, and Steven (Steve) Gomo is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Nutanix, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1b	Elect Director Steven J. Gomo	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Virginia Gambale, Craig Conway, and Steven (Steve) Gomo is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Mark Templeton	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Virginia Gambale, Craig Conway, and Steven (Steve) Gomo is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Craig Conway	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Virginia Gambale, Craig Conway, and Steven (Steve) Gomo is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Virginia Gambale	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Virginia Gambale, Craig Conway, and Steven (Steve) Gomo is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Brian Stevens	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Virginia Gambale, Craig Conway, and Steven (Steve) Gomo is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 15.74 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. In the context of a quantitative pay-for-performance misalignment, significant concerns are raised regarding a sizable one-time retention grant to the CEO as well as ongoing structural and design concerns surrounding incentive programs. Although the CEO's retention grant is entirely performance-based, disclosure of certain goal targets is lacking. Large magnitude special awards with significant upside potential are expected to be accompanied by transparent and robust disclosure surrounding goals. In addition, although the annual incentive program is substantially tied to pre-set objective metrics, disclosure of goal targets and actual performance for the financial goals continues to be lacking. Further, two-thirds of the PRSUs under the annual LTI program may be earned based on relatively short-term TSR goals, the targets for which are not considered particularly rigorous at merely median performance, and the company does not disclose a cap on payouts if absolute TSR is negative.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
	<i>Voting Policy Rationale: A vote for the adoption of an ANNUAL say-on-pay frequency is warranted. Annual say-on-pay votes are considered a best practice as they give shareholders a regular opportunity to opine on executive pay.</i>				

Promotora y Operadora de Infraestructura SAB de CV

Meeting Date: 12/13/2024

Country: Mexico

Ticker: PINFRA

Record Date: 12/04/2024

Meeting Type: Ordinary Shareholders

Primary Security ID: P7925L103

Shares Voted: 28,479

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Cash Dividends of MXN 1 Billion	Mgmt	For	For	For

Promotora y Operadora de Infraestructura SAB de CV

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: A vote FOR this item is warranted because: * There are no known concerns regarding the company's ability to pay the proposed interim dividend; and * The company's recent dividend payouts have fallen within a reasonable 30-100 percent range of net income.</i>				
2	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this closing formality is warranted because: * Approval of this item grants management authority to approve only items that have been approved by shareholders; and * Opposing this item could impact management's ability to execute on bona fide items that have been approved by shareholders.</i>				

Zhuzhou CRRC Times Electric Co., Ltd.

Meeting Date: 12/13/2024 **Country:** China **Ticker:** 3898
Record Date: 12/05/2024 **Meeting Type:** Extraordinary Shareholders
Primary Security ID: Y9892N104

Shares Voted: 76,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted given the absence of any known issues concerning the change of company type.</i>				
1	EGM BALLOT FOR HOLDERS OF H SHARES Approve Change of Company Type	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that the funds to be deposited by the group in CRRC Finance would be prioritized for its funding needs.</i>				
2	Approve 2024-2027 CRRC Financial Services Framework Agreement and Estimation of the Ordinary Connected Transactions	Mgmt	For	For	For

Aspen Technology, Inc.

Meeting Date: 12/17/2024 **Country:** USA **Ticker:** AZPN
Record Date: 10/18/2024 **Meeting Type:** Annual
Primary Security ID: 29109X106

Shares Voted: 149

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Patrick M. Antkowiak	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Whelan Jr., Patrick Antkowiak and Ram Krishnan is warranted for lack of diversity on the board. A vote AGAINST Ram Krishnan is further warranted for serving as a non-independent member of certain key board committees. A vote FOR the remaining director nominees is warranted.</i>				

Aspen Technology, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1b	Elect Director Thomas F. Bogan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Whelan Jr., Patrick Antkowiak and Ram Krishnan is warranted for lack of diversity on the board. A vote AGAINST Ram Krishnan is further warranted for serving as a non-independent member of certain key board committees. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Karen M. Golz	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Whelan Jr., Patrick Antkowiak and Ram Krishnan is warranted for lack of diversity on the board. A vote AGAINST Ram Krishnan is further warranted for serving as a non-independent member of certain key board committees. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director David J. Henshall	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Whelan Jr., Patrick Antkowiak and Ram Krishnan is warranted for lack of diversity on the board. A vote AGAINST Ram Krishnan is further warranted for serving as a non-independent member of certain key board committees. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Ram R. Krishnan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Whelan Jr., Patrick Antkowiak and Ram Krishnan is warranted for lack of diversity on the board. A vote AGAINST Ram Krishnan is further warranted for serving as a non-independent member of certain key board committees. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Antonio J. Pietri	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Whelan Jr., Patrick Antkowiak and Ram Krishnan is warranted for lack of diversity on the board. A vote AGAINST Ram Krishnan is further warranted for serving as a non-independent member of certain key board committees. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Arlen R. Shenkman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Whelan Jr., Patrick Antkowiak and Ram Krishnan is warranted for lack of diversity on the board. A vote AGAINST Ram Krishnan is further warranted for serving as a non-independent member of certain key board committees. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Robert M. Whelan, Jr.	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Robert Whelan Jr., Patrick Antkowiak and Ram Krishnan is warranted for lack of diversity on the board. A vote AGAINST Ram Krishnan is further warranted for serving as a non-independent member of certain key board committees. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.41 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				

Guidewire Software, Inc.

Meeting Date: 12/17/2024

Country: USA

Ticker: GWRE

Record Date: 10/21/2024

Meeting Type: Annual

Primary Security ID: 40171V100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Michael C. Keller	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Margaret Dillon, Paul Lavin and Catherine Lego is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Mike Rosenbaum	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Margaret Dillon, Paul Lavin and Catherine Lego is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Mark V. Anquillare	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Margaret Dillon, Paul Lavin and Catherine Lego is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director David S. Bauer	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Margaret Dillon, Paul Lavin and Catherine Lego is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Margaret Dillon	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Margaret Dillon, Paul Lavin and Catherine Lego is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Paul Lavin	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Margaret Dillon, Paul Lavin and Catherine Lego is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Catherine P. Lego	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Margaret Dillon, Paul Lavin and Catherine Lego is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Rajani Ramanathan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Margaret Dillon, Paul Lavin and Catherine Lego is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 7.72 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				
4	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that the purchase price and the number of shares reserved are reasonable, and the offering period is within the limits prescribed by Section 423 of the Internal Revenue Code.</i>				

Zhejiang Expressway Co., Ltd.

Meeting Date: 12/17/2024

Country: China

Ticker: 576

Record Date: 12/11/2024

Meeting Type: Extraordinary Shareholders

Primary Security ID: Y9891F102

Shares Voted: 182,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Ernst & Young as Hong Kong Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these proposals is warranted given the absence of any known issues concerning the proposed audit firms, and the proposed appointments are in line with relevant rules and regulations.</i></p>					
2	Approve RSM China CPA LLP as PRC Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these proposals is warranted given the absence of any known issues concerning the proposed audit firms, and the proposed appointments are in line with relevant rules and regulations.</i></p>					

AutoZone, Inc.

Meeting Date: 12/18/2024

Country: USA

Ticker: AZO

Record Date: 10/21/2024

Meeting Type: Annual

Primary Security ID: 053332102

Shares Voted: 279

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Philip B. Daniele, III	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Earl (Butch) Graves Jr. and Jill Soltau is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.2	Elect Director Michael A. George	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Earl (Butch) Graves Jr. and Jill Soltau is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.3	Elect Director Linda A. Goodspeed	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Earl (Butch) Graves Jr. and Jill Soltau is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.4	Elect Director Earl G. Graves, Jr.	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Earl (Butch) Graves Jr. and Jill Soltau is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.5	Elect Director Brian P. Hannasch	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Earl (Butch) Graves Jr. and Jill Soltau is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

AutoZone, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.6	Elect Director Gale V. King	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Earl (Butch) Graves Jr. and Jill Soltau is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director George R. Mrkonic, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Earl (Butch) Graves Jr. and Jill Soltau is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director William C. Rhodes, III	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Earl (Butch) Graves Jr. and Jill Soltau is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director Jill A. Soltau	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Earl (Butch) Graves Jr. and Jill Soltau is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 6.69 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as pay and performance were sufficiently aligned for the year in review. Annual incentives were primarily based and the committee intends to introduce premium-priced options as part of the CEO's LTI award in FY25, mitigating ongoing concerns regarding the lack of any pre-set performance goals for the CEO's LTI.</i>				
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting to 25%	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as reducing the ownership threshold to call a special meeting from 50 percent to 25 percent would represent an improvement to the current right.</i>				
5	Provide Right to Call a Special Meeting at a 10 Percent Ownership Threshold	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as it would enhance the existing shareholder right to call special meetings.</i>				

China Ruyi Holdings Limited

Meeting Date: 12/18/2024 **Country:** Bermuda **Ticker:** 136
Record Date: 12/13/2024 **Meeting Type:** Special
Primary Security ID: G4404N114

Shares Voted: 148,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Revised 2024 Receivable Annual Cap and the Revised 2025 Receivable Annual Cap	Mgmt	For	For	For

China Ruyi Holdings Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted given: * the transactions to be contemplated under this proposal are within the ordinary and usual course of the company's business and are on normal commercial terms; and * the independent non-executive directors and independent financial advisor believe that the transactions are fair and reasonable for the company's shareholders.</i></p>				

National Australia Bank Limited

Meeting Date: 12/18/2024 **Country:** Australia **Ticker:** NAB
Record Date: 12/16/2024 **Meeting Type:** Annual
Primary Security ID: Q65336119

Shares Voted: 330,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Warwick Hunt as Director	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR the election of independent non-executive director Warwick Hunt is warranted as no material issues have been identified regarding his nomination in respect of board and committee composition.</i></p>				
2	Approve Remuneration Report	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A qualified vote FOR the remuneration report is warranted. Quantitative Pay for Performance analysis indicates a low degree of concern. * The new CEO's fixed pay is in line with the CEOs of the other 'Big Four' banks. * FY24 STI bonuses are lower year-on-year in line with financial results. * Vesting of the FY19 LTI grant at maximum is aligned with shareholder returns over the performance period. The qualification is raised to highlight the following inconsistencies with accepted market practice: * A grant of a 'one-off' equity incentive to the Group Executive, Technology & Enterprise was made in addition to substantial STI and LTI opportunities, resulting in his total LTI equity grant in FY24 being excessive and significantly above the quantum of LTI grants to 'Big Four' Bank CEOs. * STI deferral has been reduced to 40 percent, being materially inconsistent with practices and expectations for companies in the ASX20 and other large APRA-regulated entities. * The LTEA rights comprising 50 percent of the total LTI grant involve significant and sole board discretion in the determining achievement and a commensurate high probability of vesting. This appears somewhat inferior to peers such as Westpac and ANZ which provide some quantitative performance measures for equivalent awards. The company's practices are inferior in the lack of specificity.</i></p>				
3a	Approve Grant of Deferred Rights to Andrew Irvine	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A qualified vote FOR the grant of deferred rights to the CEO is warranted. This represents deferral of the FY24 Annual VR (STI) Award. The qualification is to highlight the reduction of the deferral requirement to 40 percent. Despite the company's attestation that the changes were made to meet CPS 511, the company's STI deferral practices are inconsistent with accepted market practice and the other Big 4 banks, financial and large insurers which are also regulated by APRA. The market standard amongst these companies remains at 50 percent for STI deferral and NAB is now materially inconsistent with this level.</i></p>				
3b	Approve Grant of Performance Rights to Andrew Irvine	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A qualified vote FOR the grant of FY25 LTI (LTVR & LTEA) performance rights is warranted. The LTVR for 50 percent of the LTI has a relative TSR performance measure over a four-year performance period with increased deferral. The following concerns are highlighted regarding the LTEA which represents the remaining 50 percent portion of the LTI: * The continued inclusion of non-financial measures, to meet the requirements of CPS 511, with a significant 50 percent weighting of the LTI may result in misalignment of remuneration with shareholder returns. * The LTEA rights involve a significant and potentially excessive board discretion in the determination of vesting based on an assessment of risk culture that lacks sufficient transparency. * The qualitative assessment by the board of 'risk expectations' and 'risk exposure' pre-vesting of the FY25 LTEA appears to be subject to board discretion given a complete absence of sufficient disclosure of any quantifiable and specific targets.</i></p>				
4	Consideration of Financial Report, Directors' Report and Auditor's Report	Mgmt			
	<p><i>Voting Policy Rationale: No vote is required for this item.</i></p>				

National Australia Bank Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5a	Approve the Amendments to the Company's Constitution	SH	Against	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this resolution is warranted, as the request to amend the company's constitution is potentially broad with no regulatory framework to oversee shareholder proposals. The Board has confirmed its willingness to consult with the shareholder proponents with a view to addressing shareholder requirements, and to disclose the proxy's at the AGM and publicly discuss the resolutions at the AGM.</i></p>					
5b	Approve Transition Plan Assessments	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR the Transition Plan Assessments is warranted because, although the company has made important commitments in preventing further fossil fuel financing, further disclosure would allow shareholders to better assess climate-related risks.</i></p>					

ANZ Group Holdings Limited

Meeting Date: 12/19/2024 **Country:** Australia **Ticker:** ANZ
Record Date: 12/17/2024 **Meeting Type:** Annual
Primary Security ID: Q0429F119

Shares Voted: 284,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2a	Elect Scott Andrew St John as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Christine O'Reilly is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
2b	Elect Richard Boyce Massey Gibb as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Christine O'Reilly is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
2c	Elect Christine Elizabeth O'Reilly as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Christine O'Reilly is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
3	Approve Remuneration Report	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A qualified vote FOR the remuneration report (Item 3) is warranted. * There were no changes to the CEO's fixed remuneration. * The board responded to governance and risk matters in the Markets business and ongoing investigations by regulators through reduction of FY24 STVR bonuses to well below maximum and reduction of the number of FY25 restricted rights in the LTI grant to 90 percent in the pre-grant assessment. * Forecast changes to the FY25 STVR with a commitment to disclose specific and quantified hurdles for performance measures, and financial measures to increase to a 50 percent weighting. * There was no LTI vesting. The qualification is raised to highlight: * Quantitative Pay for Performance analysis indicates a median degree of concern. * Inconsistencies in the structure of the FY24 STVR with accepted market practice. * The FY24 STVR has a low and inferior weighting of 40 percent towards financial performance. * There continues to be poor, inferior and absent disclosure in the FY24 STVR of any specific or quantified threshold, target and stretch hurdles for any of the performance measures, which prevents any assessment of target rigor, performance and bonuses. * Despite the reduction in bonuses, given the poor level of disclosure, appropriateness of the quantum of STVR bonuses is nevertheless questioned in the context of material risk failures identified in FY24. * The terms of the FY24 LTVR restricted rights include a high probability of vesting given the non-financial performance measures appear in the nature of 'day job' responsibilities of bank executives, resulting in an increased risk of misalignment.</i></p>					

ANZ Group Holdings Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Approve Grant of Restricted Rights and Performance Rights to Shayne Elliott	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A qualified vote FOR the grant of FY25 LTVR performance rights and restricted rights to the CEO is warranted. * The structure of the grant remains broadly unchanged from the grant made in FY24 and is similar to the structure that has now been adopted by all the big four banking peers. * The quantum of the restricted rights has been reduced by 10 percent due to the application of the pre-grant assessment in response to the risk matters identified in FY24, with specific reference to the ongoing ASIC investigation into the Markets business. The qualification is to highlight the following inconsistencies with better market practice and shareholder interests: * Shareholders may question the appropriateness of a five percent reduction to the CEO's LTVR opportunity given the significant risk failures in FY24. * The terms of the restricted rights include a high probability of vesting being subject to four, five and six-year ongoing service conditions and additional board assessment pre-grant and pre-vesting. These board assessments appear to involve significant board discretion and primarily included to meet the requirement of APRA's Prudential Standard CPS511. * There is increased risk of misalignment with company performance and shareholder outcomes through the use of a substantial portion of non-financial performance measures in the LTI. The risk of misalignment is in the use of board discretion, especially if it does not exercise sufficient downward discretion as required under CPS511. * Some shareholders may consider CEO performance to mitigate risk in the business and ensure operational resilience as essential or mandatory in fulfilling his core "day job" duties. * The extent to which the board has overriding discretion in relation to amending the TSR growth hurdles. * The absence of a positive TSR gateway for the relative TSR tranche of the award given the curated and small number of companies in the relative TSR peer group. * Provision for dividends on unvested shares is inconsistent with good governance given the shares are not owned and there is no present entitlement to dividends paid on them during the performance period.</i></p>					
5	Approve the Amendments to the Company's Constitution	SH	Against	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this resolution is warranted, as the request to amend the company's constitution is potentially broad with no regulatory framework to oversee shareholder proposals. The Board has confirmed its willingness to consult with the shareholder proponents with a view to addressing shareholder requirements, and to disclose the proxies at the AGM and publicly discuss the resolutions at the AGM.</i></p>					
6	Approve Transition Plan Assessments	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted as enhanced disclosure would give shareholders better understanding on how the company is managing climate change related risks regarding its lending activities. Shareholders would also benefit from a stronger alignment between the company's stated goals and its actions regarding corporate responsibility.</i></p>					

BANK POLSKA KASA OPIEKI SA

Meeting Date: 12/19/2024 **Country:** Poland **Ticker:** PEO
Record Date: 11/12/2024 **Meeting Type:** Special
Primary Security ID: X0R77T117

Shares Voted: 6,052

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Shareholder Proposals Submitted by PZU SA	Mgmt			
1	Recall Supervisory Board Member	SH	None	Against	Against
<p><i>Voting Policy Rationale: Votes AGAINST the shareholder proposals are warranted because: * The proponent has failed to disclose the name of the director to be recalled; * The shareholder has not provided any sound justification behind the proposed changes to the supervisory board composition.</i></p>					

BANK POLSKA KASA OPIEKI SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Collective Suitability Assessment of Supervisory Board Members	SH	None	Against	Against
<p><i>Voting Policy Rationale: Votes AGAINST the shareholder proposals are warranted because: * The proponent has failed to disclose the name of the director to be recalled; * The shareholder has not provided any sound justification behind the proposed changes to the supervisory board composition.</i></p>					
3	Approve Decision on Covering Costs of Convocation of EGM	SH	None	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this item is warranted.</i></p>					
4	Close Meeting	Mgmt			
<p><i>Voting Policy Rationale: This is a non-voting item.</i></p>					

BPER Banca SpA

Meeting Date: 12/19/2024 **Country:** Italy **Ticker:** BPE
Record Date: 12/10/2024 **Meeting Type:** Extraordinary Shareholders
Primary Security ID: T1325T119

Shares Voted: 9,896

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Ordinary Business	Mgmt			
1	Appoint Silvia Bocci as Internal Primary Statutory Auditor	SH	None	For	For
<p><i>Voting Policy Rationale: This item warrants a vote FOR because all the details on the candidate have been disclosed and no material concerns have been identified.</i></p>					
1	Extraordinary Business	Mgmt			
1	Management Proposals	Mgmt			
1	Approve Partial and Non-Proportional Demerger of Bibanca SpA's Assets in Favor of BPER Banca SpA	Mgmt	For	For	For
<p><i>Voting Policy Rationale: This item warrants a vote FOR because the proposed operation is unproblematic.</i></p>					
2	Amend Company Bylaws Re: Article 40	Mgmt	For	For	For
<p><i>Voting Policy Rationale: This item warrants a vote FOR because no major concerns have been noticed with this proposal, which is supported by a valid rationale.</i></p>					

FactSet Research Systems Inc.

Meeting Date: 12/19/2024 **Country:** USA **Ticker:** FDS
Record Date: 10/21/2024 **Meeting Type:** Annual
Primary Security ID: 303075105

FactSet Research Systems Inc.

Shares Voted: 382

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Siew Kai Choy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1b	Elect Director Laurie G. Hylton	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1c	Elect Director Lee Shavel	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1d	Elect Director Elisha Wiesel	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 12.63 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Annual incentives are primarily based on objective financial metrics and half of the equity awards are targeted to be performance conditioned.</i>				
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as a lower ownership threshold to call a special meeting would improve shareholder rights.</i>				

Clearwater Analytics Holdings, Inc.

Meeting Date: 12/20/2024

Country: USA

Ticker: CWAN

Record Date: 11/18/2024

Meeting Type: Special

Primary Security ID: 185123106

Shares Voted: 1,078

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Amend Tax Receivable Agreement	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this transaction is warranted. The company appears to have taken reasonable steps to address potential conflicts of interest when considering the proposed transaction, including the formation of a disinterested special committee and the application of a non-waivable "majority of the unaffiliated" vote standard for approval. Moreover, the company has provided a compelling rationale for the transaction, which will permit the company to receive the full benefit of the existing tax asset, and may improve both investor sentiment and flexibility of the company to execute strategic opportunities.</i>				
2	Adjourn Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted given the underlying proposal merits shareholder support.</i>				

Meeting Date: 12/20/2024

Country: Japan

Ticker: 6965

Record Date: 09/30/2024

Meeting Type: Annual

Primary Security ID: J18270108

Shares Voted: 3,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 38	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because: * There are no particular concerns with the level of the proposed dividend.</i>				
2.1	Elect Director Maruno, Tadashi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: There are no particular concerns about the nominee.</i>				
2.2	Elect Director Kato, Hisaki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: There are no particular concerns about the nominee.</i>				
2.3	Elect Director Suzuki, Takayuki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: There are no particular concerns about the nominee.</i>				
2.4	Elect Director Mori, Kazuhiko	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: There are no particular concerns about the nominee.</i>				
2.5	Elect Director Nozaki, Ken	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: There are no particular concerns about the nominee.</i>				
2.6	Elect Director Toriyama, Naofumi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: There are no particular concerns about the nominee.</i>				
2.7	Elect Director Kurihara, Kazue	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: There are no particular concerns about the nominee.</i>				
2.8	Elect Director Hirose, Takuo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: There are no particular concerns about the nominee.</i>				
2.9	Elect Director Minoshima, Kaoru	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: There are no particular concerns about the nominee.</i>				
2.10	Elect Director Kimura, Takaaki	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: There are no particular concerns about the nominee.</i>				
3.1	Appoint Statutory Auditor Utsuyama, Akira	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: There are no particular concerns about the nominee.</i>				
3.2	Appoint Statutory Auditor Suzuki, Michihito	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this statutory auditor nominee is warranted because: There are no particular concerns about the nominee.</i>				

Hamamatsu Photonics KK

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.3	Appoint Statutory Auditor Nakano, Shoji	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this nominee is warranted because: The outside statutory auditor nominee's affiliation with the company could compromise independence.</i>					
3.4	Appoint Statutory Auditor Hirai, Seidai	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: There are no particular concerns about the nominee.</i>					

PDD Holdings Inc.

Meeting Date: 12/20/2024 **Country:** Cayman Islands **Ticker:** PDD
Record Date: 11/27/2024 **Meeting Type:** Annual
Primary Security ID: 722304102

Shares Voted: 4,184

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Meeting for ADR Holders Elect Director Lei Chen	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ivonne Rietjens and Yong-Boon (George) Yeo is warranted for lack of diversity on the board. A vote AGAINST all director nominees is warranted because the board is not majority independent.</i>					
2	Elect Director Jiazhen Zhao	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ivonne Rietjens and Yong-Boon (George) Yeo is warranted for lack of diversity on the board. A vote AGAINST all director nominees is warranted because the board is not majority independent.</i>					
3	Elect Director Anthony Kam Ping Leung	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ivonne Rietjens and Yong-Boon (George) Yeo is warranted for lack of diversity on the board. A vote AGAINST all director nominees is warranted because the board is not majority independent.</i>					
4	Elect Director Haifeng Lin	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ivonne Rietjens and Yong-Boon (George) Yeo is warranted for lack of diversity on the board. A vote AGAINST all director nominees is warranted because the board is not majority independent.</i>					
5	Elect Director Ivonne M.C.M. Rietjens	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ivonne Rietjens and Yong-Boon (George) Yeo is warranted for lack of diversity on the board. A vote AGAINST all director nominees is warranted because the board is not majority independent.</i>					
6	Elect Director George Yong-Boon Yeo	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Ivonne Rietjens and Yong-Boon (George) Yeo is warranted for lack of diversity on the board. A vote AGAINST all director nominees is warranted because the board is not majority independent.</i>					

PICC Property and Casualty Company Limited

Meeting Date: 12/20/2024

Country: China

Ticker: 2328

Record Date: 12/16/2024

Meeting Type: Extraordinary
Shareholders

Primary Security ID: Y6975Z103

Shares Voted: 46,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Ding Xiangqun as Director	Mgmt	For	For	For

Voting Policy Rationale: A vote FOR the election of Ding Xiangqun is warranted given the absence of any known issues concerning the said nominee and the company's board and committee dynamics.

Pilgrim's Pride Corporation

Meeting Date: 12/23/2024

Country: USA

Ticker: PPC

Record Date: 10/28/2024

Meeting Type: Special

Primary Security ID: 72147K108

Shares Voted: 196

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Amend Certificate of Incorporation	Mgmt	For	For	For

Voting Policy Rationale: A vote FOR this proposal is warranted, with caution. Although the amendment would serve to increase JBS' supermajority representation on the board, the tax consolidation and resulting tax benefits for minority shareholders outweigh the concerns surrounding the increase in board nomination rights at this time.

Beijing-Shanghai High-Speed Railway Co., Ltd.

Meeting Date: 12/25/2024

Country: China

Ticker: 601816

Record Date: 12/17/2024

Meeting Type: Special

Primary Security ID: Y0S031107

Shares Voted: 377,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	ELECT NON-INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt			
1.1	Elect Tan Guangming as Director	Mgmt	For	For	For
1.2	Elect Liu Hongrun as Director	Mgmt	For	Against	Against

Voting Policy Rationale: A vote AGAINST incumbent nominees Hongrun Liu and Changhong Shao is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.

Voting Policy Rationale: A vote AGAINST incumbent nominees Hongrun Liu and Changhong Shao is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.

Beijing-Shanghai High-Speed Railway Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Shao Changhong as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominees Hongrun Liu and Changhong Shao is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.4	Elect Ding Jianqi as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominees Hongrun Liu and Changhong Shao is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
1.5	Elect Su Tianpeng as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominees Hongrun Liu and Changhong Shao is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
	ELECT INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt			
2.1	Elect Wang Yongsheng as Director	SH	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominees Hongrun Liu and Changhong Shao is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
2.2	Elect Zeng Huixiang as Director	SH	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominees Hongrun Liu and Changhong Shao is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
2.3	Elect Su Bo as Director	SH	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominees Hongrun Liu and Changhong Shao is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
2.4	Elect Liu Shaoxuan as Director	SH	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominees Hongrun Liu and Changhong Shao is warranted for lack of diversity on the board. A vote FOR the remaining director nominee(s) is warranted.</i>				
	ELECT SUPERVISORS VIA CUMULATIVE VOTING	Mgmt			
3.1	Elect Wang Haixia as Supervisor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
3.2	Elect Lin Qiang as Supervisor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
3.3	Elect Liu Yubao as Supervisor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
3.4	Elect Wang Weiqiang as Supervisor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				

Contemporary Amperex Technology Co., Ltd.

Meeting Date: 12/26/2024

Country: China

Ticker: 300750

Record Date: 12/19/2024

Meeting Type: Special

Primary Security ID: Y1R48E105

Shares Voted: 29,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	ELECT NON-INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt			
1.1	Elect Zeng Yuqun as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
1.2	Elect Li Ping as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
1.3	Elect Zhou Jia as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
1.4	Elect Pan Jian as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
1.5	Elect Ouyang Chuying as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
1.6	Elect Zhao Fenggang as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
	ELECT INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt			
2.1	Elect Wu Yuhui as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
2.2	Elect Lin Xiaoxiong as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
2.3	Elect Zhao Bei as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
	ELECT SUPERVISORS VIA CUMULATIVE VOTING	Mgmt			
3.1	Elect Wu Yingming as Supervisor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR both nominees is warranted given the absence of any known issues concerning the nominees.</i>				

Contemporary Amperex Technology Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.2	Elect Feng Chunyan as Supervisor	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR both nominees is warranted given the absence of any known issues concerning the nominees.</i>					
4	Approve Special Dividends Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					
5	Approve Repurchase and Cancellation of Performance Shares as well as Adjustment of Repurchase Price and Repurchase Quantity	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because no concerns have been identified.</i>					
6	Amend Articles of Association	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because the amendments are meant to update the company's share structure in the Articles.</i>					

BAIC BluePark New Energy Technology Co., Ltd.

Meeting Date: 12/27/2024 **Country:** China **Ticker:** 600733
Record Date: 12/20/2024 **Meeting Type:** Special
Primary Security ID: Y1306F108

Shares Voted: 56,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Related Party Transaction	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted since the proposed related-party transactions include a financial service agreement with the group finance company, which may expose the company to unnecessary risks.</i>					
2	Approve Change of Raised Funds Investment Project	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is merited because no concerns have been identified.</i>					

China Merchants Expressway Network Technology Hlds Co., Ltd.

Meeting Date: 12/27/2024 **Country:** China **Ticker:** 001965
Record Date: 12/20/2024 **Meeting Type:** Special
Primary Security ID: Y1504Y107

Shares Voted: 42,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve to Appoint Auditors and to Fix Their Remuneration	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is warranted because the company has provided a valid reason for the change of auditor.</i>					

China Merchants Expressway Network Technology Hlds Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Internal Control Auditor and Payment of Remuneration	Mgmt	For	For	For

Voting Policy Rationale: A vote FOR is warranted because the company has provided a valid reason for the change of auditor.

Jinko Solar Co., Ltd.

Meeting Date: 12/27/2024 **Country:** China **Ticker:** 688223
Record Date: 12/23/2024 **Meeting Type:** Special
Primary Security ID: Y4S532106

Shares Voted: 81,097

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Credit Line and Provision of Guarantee	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted because the level of guarantee to be provided to some of its subsidiaries is disproportionate to the level of ownership in the said subsidiaries. The company has failed to provide valid justifications in the meeting circular.</i>					
2	Approve Related Party Transaction	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					
3	Approve Foreign Exchange Derivatives Trading	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this routine item is merited because the use of financial derivatives is for hedging purpose only.</i>					

JA Solar Technology Co., Ltd.

Meeting Date: 12/30/2024 **Country:** China **Ticker:** 002459
Record Date: 12/24/2024 **Meeting Type:** Special
Primary Security ID: Y7163W100

Shares Voted: 29,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Provision of Guarantee	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted because there is lack of disclosure on the pertinent details of this guarantee request.</i>					
2	Approve Foreign Exchange Hedging Business	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this routine item is merited because the use of financial derivatives is for hedging purpose only.</i>					

JA Solar Technology Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Application of Credit Lines	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is warranted because the funds will be needed by the company to facilitate its daily operations and business development.</i></p>					
4	Approve Change in Implementation Method of Raised Funds Investment Project and Capital Injection in Subsidiary	SH	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is merited because no concerns have been identified.</i></p>					

LONGi Green Energy Technology Co., Ltd.

Meeting Date: 12/30/2024 **Country:** China **Ticker:** 601012
Record Date: 12/23/2024 **Meeting Type:** Special
Primary Security ID: Y9727F102

Shares Voted: 56,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve to Appoint Auditor	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is warranted because the company has provided a valid reason for the change of auditor.</i></p>					
2	Approve Provision of Guarantee Between Company and its Subsidiaries	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i></p>					
3	Approve Provision of Guarantee	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST is warranted because the level of guarantee to be provided to one of the subsidiaries is disproportionate to the level of ownership in the said subsidiary. The company has failed to provide valid justifications in the meeting circular.</i></p>					
4	Approve Provision of Margin Guarantee for Photovoltaic Loan Business	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i></p>					
5	Approve Use Own Funds for Entrusted Asset Management	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST is warranted because the proposed investment could expose the company to unnecessary risks.</i></p>					
6	Approve Completion of Investment Projects and Use Excess Raised Funds to Permanently Supplement Working Capital	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is merited because no concerns have been identified.</i></p>					

Meeting Date: 12/31/2024

Country: USA

Ticker: RNG

Record Date: 11/18/2024

Meeting Type: Annual

Primary Security ID: 76680R206

Shares Voted: 320

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Vladimir Shmunis	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Mignon Clyburn, Kenneth (Ken) Goldman and Robert (Rob) Theis for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee members Mignon Clyburn, Kenneth (Ken) Goldman, and Robert (Rob) Theis for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are further warranted for Compensation Committee chair Robert (Rob) Theis and member Kenneth (Ken) Goldman due to insufficient responsiveness to last year's low say-on-pay vote. A vote FOR the remaining director nominees is warranted.</i></p>				
1.2	Elect Director Mignon Clyburn	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Mignon Clyburn, Kenneth (Ken) Goldman and Robert (Rob) Theis for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee members Mignon Clyburn, Kenneth (Ken) Goldman, and Robert (Rob) Theis for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are further warranted for Compensation Committee chair Robert (Rob) Theis and member Kenneth (Ken) Goldman due to insufficient responsiveness to last year's low say-on-pay vote. A vote FOR the remaining director nominees is warranted.</i></p>				
1.3	Elect Director Kenneth Goldman	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Mignon Clyburn, Kenneth (Ken) Goldman and Robert (Rob) Theis for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee members Mignon Clyburn, Kenneth (Ken) Goldman, and Robert (Rob) Theis for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are further warranted for Compensation Committee chair Robert (Rob) Theis and member Kenneth (Ken) Goldman due to insufficient responsiveness to last year's low say-on-pay vote. A vote FOR the remaining director nominees is warranted.</i></p>				
1.4	Elect Director Robert Theis	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Mignon Clyburn, Kenneth (Ken) Goldman and Robert (Rob) Theis for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee members Mignon Clyburn, Kenneth (Ken) Goldman, and Robert (Rob) Theis for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are further warranted for Compensation Committee chair Robert (Rob) Theis and member Kenneth (Ken) Goldman due to insufficient responsiveness to last year's low say-on-pay vote. A vote FOR the remaining director nominees is warranted.</i></p>				
1.5	Elect Director Prat Bhatt	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Mignon Clyburn, Kenneth (Ken) Goldman and Robert (Rob) Theis for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee members Mignon Clyburn, Kenneth (Ken) Goldman, and Robert (Rob) Theis for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are further warranted for Compensation Committee chair Robert (Rob) Theis and member Kenneth (Ken) Goldman due to insufficient responsiveness to last year's low say-on-pay vote. A vote FOR the remaining director nominees is warranted.</i></p>				
1.6	Elect Director Amy Guggenheim Shenkan	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Mignon Clyburn, Kenneth (Ken) Goldman and Robert (Rob) Theis for lack of diversity on the board. WITHHOLD votes are further warranted for Governance Committee members Mignon Clyburn, Kenneth (Ken) Goldman, and Robert (Rob) Theis for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are further warranted for Compensation Committee chair Robert (Rob) Theis and member Kenneth (Ken) Goldman due to insufficient responsiveness to last year's low say-on-pay vote. A vote FOR the remaining director nominees is warranted.</i></p>				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 13.17 percent of the fees paid to the auditor are for non-audit purposes.</i></p>				

RingCentral, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. The compensation committee failed to demonstrate sufficient responsiveness to last year's low say-on-pay vote for the second successive year. In addition, there is an unmitigated pay-for-performance misalignment for the year in review. While LTI awards introduced performance equity for FY23, the performance periods were merely one year, or less, in some cases. Additional concerns regarding the rigor and appropriateness of selected metrics were underscored by the above-target vesting of FY23 LTI awards during a period in which shareholder returns continued to decline. Finally, the proxy provided insufficient justification for the payment of an excessive cash severance to former CEO Robbiati upon a resignation that does not appear to have been involuntary.</i></p>					

Wuliangye Yibin Co., Ltd.

Meeting Date: 12/31/2024 **Country:** China **Ticker:** 000858
Record Date: 12/20/2024 **Meeting Type:** Special
Primary Security ID: Y9718N106

Shares Voted: 4,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Formulation of Shareholder Return Plan	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i></p>					
2	Approve Interim Profit Distribution	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i></p>					
3	Elect Hua Tao as Non-independent Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the nominee is warranted given the absence of any known issues concerning the nominee.</i></p>					

Sichuan Chuantou Energy Co., Ltd.

Meeting Date: 01/07/2025 **Country:** China **Ticker:** 600674
Record Date: 12/31/2024 **Meeting Type:** Special
Primary Security ID: Y7925C103

Shares Voted: 37,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve on the Report on Termination of the Spin-off and Listing of Chengdu Jiaoda Guangmang Technology Co., Ltd.	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i></p>					

KGHM Polska Miedz SA

Meeting Date: 01/08/2025

Country: Poland

Ticker: KGH

Record Date: 12/23/2024

Meeting Type: Special

Primary Security ID: X45213109

Shares Voted: 9,171

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Management Proposals Open Meeting	Mgmt Mgmt			
	<i>Voting Policy Rationale: Votes FOR Items 2 and 4 are warranted because these are routine meeting formalities. Items 1 and 3 are non-voting.</i>				
2	Elect Meeting Chairman	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR Items 2 and 4 are warranted because these are routine meeting formalities. Items 1 and 3 are non-voting.</i>				
3	Acknowledge Proper Convening of Meeting	Mgmt			
	<i>Voting Policy Rationale: Votes FOR Items 2 and 4 are warranted because these are routine meeting formalities. Items 1 and 3 are non-voting.</i>				
4	Approve Agenda of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR Items 2 and 4 are warranted because these are routine meeting formalities. Items 1 and 3 are non-voting.</i>				
5.1	Shareholder Proposals Recall Supervisory Board Member	Mgmt SH	None	Against	Against
	<i>Voting Policy Rationale: Votes AGAINST the shareholder proposals are warranted because: * The proponents have failed to disclose the names of the directors to be recalled and the names of the nominees to be elected; * The shareholders have not provided any sound justification behind the proposed changes to the supervisory board composition.</i>				
5.2	Elect Supervisory Board Member	SH	None	Against	Against
	<i>Voting Policy Rationale: Votes AGAINST the shareholder proposals are warranted because: * The proponents have failed to disclose the names of the directors to be recalled and the names of the nominees to be elected; * The shareholders have not provided any sound justification behind the proposed changes to the supervisory board composition.</i>				
6	Approve Decision on Covering Costs of Convocation of EGM	SH	None	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this item is warranted following the negative vote recommendations on Items 5.1 and 5.2.</i>				
7	Management Proposal Close Meeting	Mgmt Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				

The Greenbrier Companies, Inc.

Meeting Date: 01/09/2025

Country: USA

Ticker: GBX

Record Date: 11/06/2024

Meeting Type: Annual

Primary Security ID: 393657101

The Greenbrier Companies, Inc.

Shares Voted: 1,010

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Thomas B. Fargo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1b	Elect Director Antonio O. Garza	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1c	Elect Director James R. Huffines	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 8.53 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Luzhou Laojiao Co., Ltd.

Meeting Date: 01/10/2025

Country: China

Ticker: 000568

Record Date: 01/07/2025

Meeting Type: Special

Primary Security ID: Y5347R104

Shares Voted: 3,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Interim Profit Distribution	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
2	Approve Amendments to Articles of Association and Its Attachments	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				

Powszechny Zakład Ubezpieczen SA

Meeting Date: 01/10/2025

Country: Poland

Ticker: PZU

Record Date: 12/25/2024

Meeting Type: Special

Primary Security ID: X6919T107

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Management Proposals	Mgmt			
1	Open Meeting	Mgmt			
	<i>Voting Policy Rationale: Votes FOR Items 2 and 4 are warranted because these are routine meeting formalities. Items 1 and 3 are non-voting.</i>				
2	Elect Meeting Chairman	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR Items 2 and 4 are warranted because these are routine meeting formalities. Items 1 and 3 are non-voting.</i>				
3	Acknowledge Proper Convening of Meeting	Mgmt			
	<i>Voting Policy Rationale: Votes FOR Items 2 and 4 are warranted because these are routine meeting formalities. Items 1 and 3 are non-voting.</i>				
4	Approve Agenda of Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR Items 2 and 4 are warranted because these are routine meeting formalities. Items 1 and 3 are non-voting.</i>				
	Shareholder Proposals Submitted by State Treasury	Mgmt			
5.1	Recall Supervisory Board Member	SH	None	Against	Against
	<i>Voting Policy Rationale: Votes AGAINST the shareholder proposals are warranted because: * The proponent has failed to disclose the names of the directors to be recalled and the names of the nominees to be elected; * The shareholder has not provided any sound justification behind the proposed changes to the supervisory board composition.</i>				
5.2	Elect Supervisory Board Member	SH	None	Against	Against
	<i>Voting Policy Rationale: Votes AGAINST the shareholder proposals are warranted because: * The proponent has failed to disclose the names of the directors to be recalled and the names of the nominees to be elected; * The shareholder has not provided any sound justification behind the proposed changes to the supervisory board composition.</i>				
6	Approve Collective Suitability of Supervisory Board Members	SH	None	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this item is warranted following the negative vote recommendations on the shareholders' proposals under Items 5.1 and 5.2.</i>				
7	Approve Decision on Covering Costs of Convocation of EGM	SH	None	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this item is warranted in line with the negative vote recommendations to the shareholders' proposals under Items 5.1, 5.2, and 6.</i>				
	Management Proposal	Mgmt			
8	Close Meeting	Mgmt			
	<i>Voting Policy Rationale: This is a non-voting item.</i>				

Zscaler, Inc.

Meeting Date: 01/10/2025

Country: USA

Ticker: ZS

Record Date: 11/13/2024

Meeting Type: Annual

Primary Security ID: 98980G102

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Karen Blasing	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Charles Giancarlo for lack of diversity on the board. WITHHOLD votes are also warranted for Governance Committee member Charles Giancarlo given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Charles Giancarlo	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Charles Giancarlo for lack of diversity on the board. WITHHOLD votes are also warranted for Governance Committee member Charles Giancarlo given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Eileen Naughton	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Charles Giancarlo for lack of diversity on the board. WITHHOLD votes are also warranted for Governance Committee member Charles Giancarlo given the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the ratification of the company's auditor is warranted given that non-audit fees represent 26.27 percent of the total fees received by the auditor during the fiscal year, raising substantial doubts over the independence of the auditor.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, with caution. Although pay and performance are reasonably aligned at this time, a problematic pay practice was identified. A certain NEO received significant amount of equity awards in connection to his new hire package that totals his compensation to be 2.92 times the CEO peer median.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factors: * The plan permits repricing and/or exchange of grants without shareholder approval (overriding factor); * The plan permits cash buyout of awards without shareholder approval (overriding factor); * The equity program is estimated to be excessively dilutive (overriding factor); * The plan contains an evergreen feature (overriding factor); * The plan provides for the transferability of awards without shareholder approval (overriding factor); * The plan cost is excessive; * The estimated duration of available and proposed shares exceeds six years; * The disclosure of change-in-control ("CIC") vesting treatment is incomplete (or is otherwise considered discretionary); * The plan permits liberal recycling of shares; and * The plan allows broad discretion to accelerate vesting.</i>				

Anhui Gujing Distillery Co., Ltd.

Meeting Date: 01/15/2025

Country: China

Ticker: 000596

Record Date: 01/07/2025

Meeting Type: Special

Primary Security ID: Y0137M118

Anhui Gujing Distillery Co., Ltd.

Shares Voted: 1,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	EGM BALLOT FOR HOLDERS OF A SHARES Elect Zhang Bin as Independent Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the nominee is warranted given the absence of any known issues concerning the nominee.</i>					
2	Approve Interim Profit Distribution	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>					

Commercial Metals Company

Meeting Date: 01/15/2025

Country: USA

Ticker: CMC

Record Date: 11/18/2024

Meeting Type: Annual

Primary Security ID: 201723103

Shares Voted: 1,627

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Lisa M. Barton	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lisa Barton and Charles Szews is warranted for lack of diversity on the board. A vote FOR Gary McCullough is warranted.</i>					
1.2	Elect Director Gary E. McCullough	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lisa Barton and Charles Szews is warranted for lack of diversity on the board. A vote FOR Gary McCullough is warranted.</i>					
1.3	Elect Director Charles L. Szews	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lisa Barton and Charles Szews is warranted for lack of diversity on the board. A vote FOR Gary McCullough is warranted.</i>					
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i>					

Davide Campari-Milano NV

Meeting Date: 01/15/2025

Country: Netherlands

Ticker: CPR

Record Date: 12/18/2024

Meeting Type: Extraordinary Shareholders

Primary Security ID: N24565108

Davide Campari-Milano NV

Shares Voted: 5,324

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Extraordinary Meeting Agenda Open Meeting	Mgmt			
<i>Voting Policy Rationale: No vote is required for this item.</i>					
2	Elect Simon Hunt as Executive Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the election of Simon Hunt as CEO is warranted because: * The nominee is elected for a period not exceeding four years; * The candidate appears to possess the necessary qualifications for board membership; and * There is no known controversy concerning the candidate However, it is noted that the board lacks gender diversity with only 25 percent of women represented within the board, which is not in line with general European market practice. We raise some concerns as the company did not provide any compelling rationale for a EUR 600,000 one-off payment for the incoming CEO. Furthermore, we raise concerns regarding the proposed severance terms in case of termination of the relationship without cause by the company, or by mutual agreement, within one year from the effective appointment date, for a gross amount of EUR 4,670,000. This appears to be a deviation of the company's remuneration policy, and we raise concerns as the company did not provide any compelling rationale for this excessive severance package. We will further raise these concerns in the upcoming AGM and vote on the remuneration report.</i>					
3	Close Meeting	Mgmt			
<i>Voting Policy Rationale: No vote is required for this item.</i>					

Diploma Plc

Meeting Date: 01/15/2025

Country: United Kingdom

Ticker: DPLM

Record Date: 01/13/2025

Meeting Type: Annual

Primary Security ID: G27664112

Shares Voted: 576

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>					
2	Approve Final Dividend	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>					
3	Re-elect David Lowden as Director	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members David Lowden, Dean Finch, Geraldine Huse, Janice Stipp and Jennifer Ward is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
4	Re-elect Johnny Thomson as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members David Lowden, Dean Finch, Geraldine Huse, Janice Stipp and Jennifer Ward is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Re-elect Chris Davies as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members David Lowden, Dean Finch, Geraldine Huse, Janice Stipp and Jennifer Ward is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
6	Re-elect Jennifer Ward as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members David Lowden, Dean Finch, Geraldine Huse, Janice Stipp and Jennifer Ward is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
7	Re-elect Geraldine Huse as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members David Lowden, Dean Finch, Geraldine Huse, Janice Stipp and Jennifer Ward is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
8	Re-elect Dean Finch as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members David Lowden, Dean Finch, Geraldine Huse, Janice Stipp and Jennifer Ward is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
9	Elect Janice Stipp as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members David Lowden, Dean Finch, Geraldine Huse, Janice Stipp and Jennifer Ward is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
10	Elect Katie Bickerstaffe as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members David Lowden, Dean Finch, Geraldine Huse, Janice Stipp and Jennifer Ward is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
11	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
12	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
13	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted, although it is not without concern because: * For the second consecutive year, the CEO was granted a significant salary increase which was above that received by the wider workforce. The main reasons for support are: * The Company has grown considerably in size and complexity in the last two years, having entered the FTSE 100 and completed several acquisitions since 2023; * The increase is against the background of strong performance; and * The total salary is not out of line with companies of similar size.</i>				
14	Approve Remuneration Policy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is considered warranted, although it is not without concern for shareholders because: * The Company is proposing to increase the maximum bonus opportunity from 125% to 200%, which is on top of a significant salary increase granted to the CEO for FY2024/25. The main reasons for support are: * The increase is accompanied by a detailed rationale stating the significant growth and strong financial results delivered by the Company; * The majority of the annual bonus awards are based on financial metrics which have historically been set at progressively more stretching targets; and * The increased bonus opportunity is in line with the market median for a company of this size.</i>				

Diploma Plc

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

Jiangsu Yanghe Brewery Joint-Stock Co., Ltd.

Meeting Date: 01/15/2025 **Country:** China **Ticker:** 002304
Record Date: 01/09/2025 **Meeting Type:** Special
Primary Security ID: Y444AE101

Shares Voted: 3,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Cash Dividend Return Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
2	Elect Xu Jun as Non-Independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR a non-independent director nominee Xu Jun is warranted at this time.</i>				
3	Approve Interim Profit Distribution	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				

Shanjin International Gold Co., Ltd.

Meeting Date: 01/15/2025 **Country:** China **Ticker:** 000975
Record Date: 01/08/2025 **Meeting Type:** Special
Primary Security ID: Y1584S103

Shanjin International Gold Co., Ltd.

Shares Voted: 24,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve to Appoint Auditor	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
2	Approve Derivatives Trading Business	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this routine item is merited because the use of financial derivatives is for hedging purpose only.</i>				
3	Approve Provision of Guarantee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
4	Approve Decrease of Registered Capital	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				

D.R. Horton, Inc.

Meeting Date: 01/16/2025

Country: USA

Ticker: DHI

Record Date: 11/29/2024

Meeting Type: Annual

Primary Security ID: 23331A109

Shares Voted: 1,575

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director David V. Auld	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Benjamin Carson Sr. and Michael Buchanan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Paul J. Romanowski	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Benjamin Carson Sr. and Michael Buchanan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Brad S. Anderson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Benjamin Carson Sr. and Michael Buchanan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Michael R. Buchanan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Benjamin Carson Sr. and Michael Buchanan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Benjamin S. Carson, Sr.	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Benjamin Carson Sr. and Michael Buchanan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director M. Chad Crow	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Benjamin Carson Sr. and Michael Buchanan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

D.R. Horton, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1g	Elect Director Elaine D. Crowley	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Benjamin Carson Sr. and Michael Buchanan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Maribess L. Miller	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Benjamin Carson Sr. and Michael Buchanan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Barbara R. Smith	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Benjamin Carson Sr. and Michael Buchanan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review. Annual incentives were determined by pre-tax income and a majority of the long-term incentive award is performance-based. In addition, long-term performance shares utilize a three-year measurement period.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				

Micron Technology, Inc.

Meeting Date: 01/16/2025

Country: USA

Ticker: MU

Record Date: 11/18/2024

Meeting Type: Annual

Primary Security ID: 595112103

Shares Voted: 13,080

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Richard M. Beyer	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1b	Elect Director Lynn A. Dugle	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1c	Elect Director Steven J. Gomo	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1d	Elect Director Linnie M. Haynesworth	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1e	Elect Director Mary Pat McCarthy	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1f	Elect Director Sanjay Mehrotra	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				

Micron Technology, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1g	Elect Director Robert Swan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director MaryAnn Wright	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time, and the company has provided more substantial disclosure of performance objectives for the incentive programs.</i>				
3	Approve Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 13.08 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Beijing-Shanghai High-Speed Railway Co., Ltd.

Meeting Date: 01/17/2025 **Country:** China **Ticker:** 601816
Record Date: 01/09/2025 **Meeting Type:** Special
Primary Security ID: Y0S031107

Shares Voted: 377,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Li Jingwei as Non-independent Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted given the absence of any known issues concerning this new director nominee.</i>				
2	Approve Signing of the Beijing-Shanghai High-Speed Railway Entrusted Transportation Management Contract and the Beijing-Shanghai High-Speed Railway Passenger Station Commercial Assets Entrusted Operation Contract	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				

Contemporary Amperex Technology Co., Ltd.

Meeting Date: 01/17/2025 **Country:** China **Ticker:** 300750
Record Date: 01/10/2025 **Meeting Type:** Special
Primary Security ID: Y1R48E105

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	AMEND ARTICLES OF ASSOCIATION AND ITS ANNEXES	Mgmt			
1.1	Approve Amendments to Articles of Association	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because no concerns have been identified.</i>				
1.2	Amend Rules and Procedures Regarding General Meetings of Shareholders	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because no concerns have been identified.</i>				
1.3	Amend Rules and Procedures Regarding Meetings of Board of Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because no concerns have been identified.</i>				
1.4	Amend Rules and Procedures Regarding Meetings of Board of Supervisors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because no concerns have been identified.</i>				
2	Approve Issuance of Shares and Listing on the Hong Kong United Exchange Co., Ltd.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fundraising capacity.</i>				
	APPROVE PLAN ON ISSUANCE OF SHARES AND LISTING ON THE HONG KONG UNITED EXCHANGE CO., LTD.	Mgmt			
3.1	Approve Share Type and Par Value	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fundraising capacity.</i>				
3.2	Approve Issue Time	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fundraising capacity.</i>				
3.3	Approve Issue Manner	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fundraising capacity.</i>				
3.4	Approve Issue Size	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fundraising capacity.</i>				
3.5	Approve Manner of Pricing	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fundraising capacity.</i>				

Contemporary Amperex Technology Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.6	Approve Target Subscribers	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fundraising capacity.</i>				
3.7	Approve Offering Principle	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fundraising capacity.</i>				
4	Approve Conversion of Company into an Overseas Fundraising Company Limited by Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fundraising capacity.</i>				
5	Approve Use of Proceeds Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fundraising capacity.</i>				
6	Approve Resolution Validity Period	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fundraising capacity.</i>				
7	Approve Authorization of Board to Handle All Related Matters	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fundraising capacity.</i>				
8	Approve Profit Distribution Plan for Before Issuing H Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fundraising capacity.</i>				
	AMEND ARTICLES OF ASSOCIATION AND ITS ANNEXES IN RELATION TO THE ISSUANCE OF H SHARES AND LISTING OF THE COMPANY	Mgmt			
9.1	Approve Amendments to Articles of Association (Draft)	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because no concerns have been identified.</i>				
9.2	Amend Rules and Procedures Regarding General Meetings of Shareholders (Draft)	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because no concerns have been identified.</i>				
9.3	Amend Rules and Procedures Regarding Meetings of Board of Directors (Draft)	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because no concerns have been identified.</i>				
10	Approve Determining the Roles of Company Directors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because no concerns have been identified.</i>				

Contemporary Amperex Technology Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
11	Approve Appointment of H-share Audit Firm	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR is merited because: * the proposal is grounded on sound rationales; * the proposed listing could enable the company to tap international capital markets to enhance its fundraising capacity.</i>					

MINISO Group Holding Limited

Meeting Date: 01/17/2025
Record Date: 12/06/2024
Primary Security ID: G6180F108

Country: Cayman Islands
Meeting Type: Extraordinary Shareholders

Ticker: 9896

Shares Voted: 11,272

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Dairy Farm Share Purchase Agreement and Related Transactions	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the proposed transaction is warranted in view of the following: * the proposed acquisition would enable the company to broaden its market coverage, and promote market competitiveness through product selection and attractive pricing; * the acquisition will allow the group to expand operational channels, as well as to improve customer shopping experience and satisfaction, aligning its corporate mission of "Life is for fun"; and * the acquisition represents an opportunity for the group to generate high return and growth potential, and the Target Shares exhibit a substantial premium of 118.7 percent to the price per share of CNY 2.35.</i>					
2	Approve Jingdong Share Purchase Agreement and Related Transactions	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the proposed transaction is warranted in view of the following: * the proposed acquisition would enable the company to broaden its market coverage, and promote market competitiveness through product selection and attractive pricing; * the acquisition will allow the group to expand operational channels, as well as to improve customer shopping experience and satisfaction, aligning its corporate mission of "Life is for fun"; and * the acquisition represents an opportunity for the group to generate high return and growth potential, and the Target Shares exhibit a substantial premium of 118.7 percent to the price per share of CNY 2.35.</i>					
3	Authorize Board to Deal with All Matter in Relation to the Share Purchase Agreements	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the proposed transaction is warranted in view of the following: * the proposed acquisition would enable the company to broaden its market coverage, and promote market competitiveness through product selection and attractive pricing; * the acquisition will allow the group to expand operational channels, as well as to improve customer shopping experience and satisfaction, aligning its corporate mission of "Life is for fun"; and * the acquisition represents an opportunity for the group to generate high return and growth potential, and the Target Shares exhibit a substantial premium of 118.7 percent to the price per share of CNY 2.35.</i>					

B&M European Value Retail SA

Meeting Date: 01/20/2025
Record Date: 01/06/2025
Primary Security ID: L1175H106

Country: Luxembourg
Meeting Type: Ordinary Shareholders

Ticker: BME

B&M European Value Retail SA

Shares Voted: 5,501

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Euan Sutherland as Director	Mgmt	For	For	For

Voting Policy Rationale: A vote FOR this candidate is considered warranted as no significant concerns have been identified.

MicroStrategy Incorporated

Meeting Date: 01/21/2025

Country: USA

Ticker: MSTR

Record Date: 01/02/2025

Meeting Type: Special

Primary Security ID: 594972408

Shares Voted: 1,596

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Increase Authorized Class A Common Stock	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted given that the size of the proposed increase in the number of authorized shares of common stock is excessive.</i>					
2	Increase Authorized Preferred Stock	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted as the proposed increase in the number of authorized shares of preferred stock is excessive. In addition, management has not specifically stated that the additional preferred shares may not be used for anti-takeover purposes.</i>					
3	Amend Omnibus Stock Plan	Mgmt	For	Against	Against
<i>Voting Policy Rationale: Based on an analysis of the plan amendment, a vote AGAINST this proposal is warranted. The amendment would result in excessive equity grants to new non-employee directors.</i>					
4	Adjourn Meeting	Mgmt	For	Against	Against

Voting Policy Rationale: A vote AGAINST this proposal is warranted as all underlying items do not merit support.

Acuity Brands, Inc.

Meeting Date: 01/22/2025

Country: USA

Ticker: AYI

Record Date: 11/25/2024

Meeting Type: Annual

Primary Security ID: 00508Y102

Shares Voted: 414

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Neil M. Ashe	Mgmt	For	For	For

Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James Hance Jr., Marcia Avedon, W. Patrick Battle, Michael Bender, George Dillard Jr., Maya Leibman, Laura O'Shaughnessy, and Mark Sachleben is warranted for lack of diversity on the board. A vote FOR remaining director nominee Neil Ashe is warranted.

Acuity Brands, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1b	Elect Director Marcia J. Avedon	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James Hance Jr., Marcia Avedon, W. Patrick Battle, Michael Bender, George Dillard Jr., Maya Leibman, Laura O'Shaughnessy, and Mark Sachleben is warranted for lack of diversity on the board. A vote FOR remaining director nominee Neil Ashe is warranted.</i>				
1c	Elect Director W. Patrick Battle	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James Hance Jr., Marcia Avedon, W. Patrick Battle, Michael Bender, George Dillard Jr., Maya Leibman, Laura O'Shaughnessy, and Mark Sachleben is warranted for lack of diversity on the board. A vote FOR remaining director nominee Neil Ashe is warranted.</i>				
1d	Elect Director Michael J. Bender	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James Hance Jr., Marcia Avedon, W. Patrick Battle, Michael Bender, George Dillard Jr., Maya Leibman, Laura O'Shaughnessy, and Mark Sachleben is warranted for lack of diversity on the board. A vote FOR remaining director nominee Neil Ashe is warranted.</i>				
1e	Elect Director G. Douglas Dillard, Jr.	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James Hance Jr., Marcia Avedon, W. Patrick Battle, Michael Bender, George Dillard Jr., Maya Leibman, Laura O'Shaughnessy, and Mark Sachleben is warranted for lack of diversity on the board. A vote FOR remaining director nominee Neil Ashe is warranted.</i>				
1f	Elect Director James H. Hance, Jr.	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James Hance Jr., Marcia Avedon, W. Patrick Battle, Michael Bender, George Dillard Jr., Maya Leibman, Laura O'Shaughnessy, and Mark Sachleben is warranted for lack of diversity on the board. A vote FOR remaining director nominee Neil Ashe is warranted.</i>				
1g	Elect Director Maya Leibman	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James Hance Jr., Marcia Avedon, W. Patrick Battle, Michael Bender, George Dillard Jr., Maya Leibman, Laura O'Shaughnessy, and Mark Sachleben is warranted for lack of diversity on the board. A vote FOR remaining director nominee Neil Ashe is warranted.</i>				
1h	Elect Director Laura G. O'Shaughnessy	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James Hance Jr., Marcia Avedon, W. Patrick Battle, Michael Bender, George Dillard Jr., Maya Leibman, Laura O'Shaughnessy, and Mark Sachleben is warranted for lack of diversity on the board. A vote FOR remaining director nominee Neil Ashe is warranted.</i>				
1i	Elect Director Mark J. Sachleben	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members James Hance Jr., Marcia Avedon, W. Patrick Battle, Michael Bender, George Dillard Jr., Maya Leibman, Laura O'Shaughnessy, and Mark Sachleben is warranted for lack of diversity on the board. A vote FOR remaining director nominee Neil Ashe is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 6.08 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				
4	Adopt Director Election Resignation Bylaw	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. The company's current policies regarding director elections and resignations are viewed as robust and there are no recurring issues or company-specific factors that suggest the proponent's more-stringent director resignation policy is necessary at this time.</i>				

Altair Engineering Inc.

Meeting Date: 01/22/2025

Country: USA

Ticker: ALTR

Record Date: 12/17/2024

Meeting Type: Special

Primary Security ID: 021369103

Shares Voted: 240

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Merger Agreement	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. While some concerns are noted regarding the use of a simple majority vote standard in light of the CEO and founder's controlling voting stake in the company, the board appears to have run a thorough sale process, the merger consideration represents a premium to historical trading levels, and the cash form of consideration provides liquidity and certainty of value.</i>				
2	Advisory Vote on Golden Parachutes	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Cash severance is double trigger and reasonably based, with no excise tax gross-ups payable. In addition, outstanding equity awards will be converted to cash but otherwise assumed on the same vesting terms by the surviving company, accelerating only upon a qualifying termination.</i>				
3	Adjourn Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted given the underlying transaction merits shareholder support.</i>				

MSC Industrial Direct Co., Inc.

Meeting Date: 01/22/2025

Country: USA

Ticker: MSM

Record Date: 12/04/2024

Meeting Type: Annual

Primary Security ID: 553530106

Shares Voted: 1,334

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Erik Gershwind	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Kaufmann, Philip Peller, Rahquel Purcell and Rudina Seseri is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Louise Goeser	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Kaufmann, Philip Peller, Rahquel Purcell and Rudina Seseri is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Mitchell Jacobson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Kaufmann, Philip Peller, Rahquel Purcell and Rudina Seseri is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Michael Kaufmann	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Kaufmann, Philip Peller, Rahquel Purcell and Rudina Seseri is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

MSC Industrial Direct Co., Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1e	Elect Director Robert Aarnes	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Kaufmann, Philip Peller, Rahquel Purcell and Rudina Seseri is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Steven Paladino	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Kaufmann, Philip Peller, Rahquel Purcell and Rudina Seseri is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Philip Peller	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Kaufmann, Philip Peller, Rahquel Purcell and Rudina Seseri is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Rahquel Purcell	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Kaufmann, Philip Peller, Rahquel Purcell and Rudina Seseri is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Rudina Seseri	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Kaufmann, Philip Peller, Rahquel Purcell and Rudina Seseri is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 5.89 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				

Air Products and Chemicals, Inc.

Meeting Date: 01/23/2025 **Country:** USA **Ticker:** APD
Record Date: 11/27/2024 **Meeting Type:** Proxy Contest
Primary Security ID: 009158106

Shares Voted: 531

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Management Universal Proxy (White Proxy Card)	Mgmt			
	From the Combined List of Management & Dissident Nominees - Elect 9 Directors	Mgmt			
1a	Elect Management Nominee Director Tonit M. Calaway	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				

Air Products and Chemicals, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1b	Elect Management Nominee Director Charles "Casey" Cogut	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1c	Elect Management Nominee Director Lisa A. Davis	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1d	Elect Management Nominee Director Seifollah "Seifi" Ghasemi	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1e	Elect Management Nominee Director Jessica Trocchi Graziano	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1f	Elect Management Nominee Director Edward L. Monser	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1g	Elect Management Nominee Director Bhavesh V. "Bob" Patel	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1h	Elect Management Nominee Director Wayne T. Smith	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1i	Elect Management Nominee Director Alfred Stern	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1j	Elect Dissident Nominee Director Andrew Evans	SH	Withhold	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1k	Elect Dissident Nominee Director Paul Hilal	SH	Withhold	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1l	Elect Dissident Nominee Director Tracy McKibben	SH	Withhold	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
1m	Elect Dissident Nominee Director Dennis Reilley	SH	Withhold	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				

Air Products and Chemicals, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Repeal Any Bylaw Provisions or Amendments Without Shareholder Approval Subsequent to September 17, 2023	SH	Against	Do Not Vote	Do Not Vote
	<i>Voting Policy Rationale: DO NOT VOTE on this card.</i>				
	Dissident Universal Proxy (Blue Proxy Card)	Mgmt			
	From the Combined List of Management & Dissident Nominees - Elect 9 Directors	Mgmt			
1a	Elect Dissident Nominee Director Andrew Evans	SH	For	For	For
	<i>Voting Policy Rationale: Shareholders are recommended to vote FOR dissident nominees Reilley, Evans, and Hilal and to WITHHOLD from company nominees Ghasemi, Monser, and Cogut. Given that three seats should provide the dissident nominees a sufficient presence on the board, while allowing for a more robust discussion of the optimal path forward, shareholders are also recommended to WITHHOLD votes from the fourth dissident nominee, McKibben, and to vote FOR targeted incumbent director Davis.</i>				
1b	Elect Dissident Nominee Director Paul Hilal	SH	For	For	For
	<i>Voting Policy Rationale: Shareholders are recommended to vote FOR dissident nominees Reilley, Evans, and Hilal and to WITHHOLD from company nominees Ghasemi, Monser, and Cogut. Given that three seats should provide the dissident nominees a sufficient presence on the board, while allowing for a more robust discussion of the optimal path forward, shareholders are also recommended to WITHHOLD votes from the fourth dissident nominee, McKibben, and to vote FOR targeted incumbent director Davis.</i>				
1c	Elect Dissident Nominee Director Tracy McKibben	SH	For	Withhold	Withhold
	<i>Voting Policy Rationale: Shareholders are recommended to vote FOR dissident nominees Reilley, Evans, and Hilal and to WITHHOLD from company nominees Ghasemi, Monser, and Cogut. Given that three seats should provide the dissident nominees a sufficient presence on the board, while allowing for a more robust discussion of the optimal path forward, shareholders are also recommended to WITHHOLD votes from the fourth dissident nominee, McKibben, and to vote FOR targeted incumbent director Davis.</i>				
1d	Elect Dissident Nominee Director Dennis Reilley	SH	For	For	For
	<i>Voting Policy Rationale: Shareholders are recommended to vote FOR dissident nominees Reilley, Evans, and Hilal and to WITHHOLD from company nominees Ghasemi, Monser, and Cogut. Given that three seats should provide the dissident nominees a sufficient presence on the board, while allowing for a more robust discussion of the optimal path forward, shareholders are also recommended to WITHHOLD votes from the fourth dissident nominee, McKibben, and to vote FOR targeted incumbent director Davis.</i>				
1e	Elect Management Nominee Director Charles "Casey" Cogut	Mgmt	Withhold	Withhold	Withhold
	<i>Voting Policy Rationale: Shareholders are recommended to vote FOR dissident nominees Reilley, Evans, and Hilal and to WITHHOLD from company nominees Ghasemi, Monser, and Cogut. Given that three seats should provide the dissident nominees a sufficient presence on the board, while allowing for a more robust discussion of the optimal path forward, shareholders are also recommended to WITHHOLD votes from the fourth dissident nominee, McKibben, and to vote FOR targeted incumbent director Davis.</i>				
1f	Elect Management Nominee Director Lisa A. Davis	Mgmt	Withhold	For	For
	<i>Voting Policy Rationale: Shareholders are recommended to vote FOR dissident nominees Reilley, Evans, and Hilal and to WITHHOLD from company nominees Ghasemi, Monser, and Cogut. Given that three seats should provide the dissident nominees a sufficient presence on the board, while allowing for a more robust discussion of the optimal path forward, shareholders are also recommended to WITHHOLD votes from the fourth dissident nominee, McKibben, and to vote FOR targeted incumbent director Davis.</i>				

Air Products and Chemicals, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1g	Elect Management Nominee Director Seifollah "Seifi" Ghasemi	Mgmt	Withhold	Withhold	Withhold
	<i>Voting Policy Rationale: Shareholders are recommended to vote FOR dissident nominees Reilley, Evans, and Hilal and to WITHHOLD from company nominees Ghasemi, Monser, and Cogut. Given that three seats should provide the dissident nominees a sufficient presence on the board, while allowing for a more robust discussion of the optimal path forward, shareholders are also recommended to WITHHOLD votes from the fourth dissident nominee, McKibben, and to vote FOR targeted incumbent director Davis.</i>				
1h	Elect Management Nominee Director Edward L. Monser	Mgmt	Withhold	Withhold	Withhold
	<i>Voting Policy Rationale: Shareholders are recommended to vote FOR dissident nominees Reilley, Evans, and Hilal and to WITHHOLD from company nominees Ghasemi, Monser, and Cogut. Given that three seats should provide the dissident nominees a sufficient presence on the board, while allowing for a more robust discussion of the optimal path forward, shareholders are also recommended to WITHHOLD votes from the fourth dissident nominee, McKibben, and to vote FOR targeted incumbent director Davis.</i>				
1i	Elect Management Nominee Director Tonit M. Calaway	Mgmt	For	For	For
	<i>Voting Policy Rationale: Shareholders are recommended to vote FOR dissident nominees Reilley, Evans, and Hilal and to WITHHOLD from company nominees Ghasemi, Monser, and Cogut. Given that three seats should provide the dissident nominees a sufficient presence on the board, while allowing for a more robust discussion of the optimal path forward, shareholders are also recommended to WITHHOLD votes from the fourth dissident nominee, McKibben, and to vote FOR targeted incumbent director Davis.</i>				
1j	Elect Management Nominee Director Jessica Trocchi Graziano	Mgmt	For	For	For
	<i>Voting Policy Rationale: Shareholders are recommended to vote FOR dissident nominees Reilley, Evans, and Hilal and to WITHHOLD from company nominees Ghasemi, Monser, and Cogut. Given that three seats should provide the dissident nominees a sufficient presence on the board, while allowing for a more robust discussion of the optimal path forward, shareholders are also recommended to WITHHOLD votes from the fourth dissident nominee, McKibben, and to vote FOR targeted incumbent director Davis.</i>				
1k	Elect Management Nominee Director Bhavesh V. "Bob" Patel	Mgmt	For	For	For
	<i>Voting Policy Rationale: Shareholders are recommended to vote FOR dissident nominees Reilley, Evans, and Hilal and to WITHHOLD from company nominees Ghasemi, Monser, and Cogut. Given that three seats should provide the dissident nominees a sufficient presence on the board, while allowing for a more robust discussion of the optimal path forward, shareholders are also recommended to WITHHOLD votes from the fourth dissident nominee, McKibben, and to vote FOR targeted incumbent director Davis.</i>				
1l	Elect Management Nominee Director Wayne T. Smith	Mgmt	For	For	For
	<i>Voting Policy Rationale: Shareholders are recommended to vote FOR dissident nominees Reilley, Evans, and Hilal and to WITHHOLD from company nominees Ghasemi, Monser, and Cogut. Given that three seats should provide the dissident nominees a sufficient presence on the board, while allowing for a more robust discussion of the optimal path forward, shareholders are also recommended to WITHHOLD votes from the fourth dissident nominee, McKibben, and to vote FOR targeted incumbent director Davis.</i>				
1m	Elect Management Nominee Director Alfred Stern	Mgmt	For	For	For
	<i>Voting Policy Rationale: Shareholders are recommended to vote FOR dissident nominees Reilley, Evans, and Hilal and to WITHHOLD from company nominees Ghasemi, Monser, and Cogut. Given that three seats should provide the dissident nominees a sufficient presence on the board, while allowing for a more robust discussion of the optimal path forward, shareholders are also recommended to WITHHOLD votes from the fourth dissident nominee, McKibben, and to vote FOR targeted incumbent director Davis.</i>				

Air Products and Chemicals, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>					
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	None	For	For
<i>Voting Policy Rationale: There is some concern raised regarding the continued practice of above-median benchmarking. However, annual incentives are primarily based on a rigorous pre-set financial metric, long-term incentives remain majority performance-conditioned, and the company will raise the relative TSR target for performance shares and include a vesting cap in the event TSR is negative beginning with FY25 equity grants. Additionally, pay and performance are reasonably aligned at this time. A vote FOR this proposal is warranted.</i>					
4	Repeal Any Bylaw Provisions or Amendments Without Shareholder Approval Subsequent to September 17, 2023	SH	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted given support for the underlying dissident case for change, and the fact that there seems to be little downside risk to shareholders in approving this specific request.</i>					

Intuit Inc.

Meeting Date: 01/23/2025

Country: USA

Ticker: INTU

Record Date: 11/25/2024

Meeting Type: Annual

Primary Security ID: 461202103

Shares Voted: 3,155

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Eve Burton	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Suzanne Nora Johnson, Eve Burton, Tekedra Mawakana, Thomas (Tom) Szkutak and Eric Yuan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1b	Elect Director Scott D. Cook	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Suzanne Nora Johnson, Eve Burton, Tekedra Mawakana, Thomas (Tom) Szkutak and Eric Yuan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1c	Elect Director Richard L. Dalzell	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Suzanne Nora Johnson, Eve Burton, Tekedra Mawakana, Thomas (Tom) Szkutak and Eric Yuan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1d	Elect Director Sasan K. Goodarzi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Suzanne Nora Johnson, Eve Burton, Tekedra Mawakana, Thomas (Tom) Szkutak and Eric Yuan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1e	Elect Director Deborah Liu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Suzanne Nora Johnson, Eve Burton, Tekedra Mawakana, Thomas (Tom) Szkutak and Eric Yuan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Tekedra Mawakana	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Suzanne Nora Johnson, Eve Burton, Tekedra Mawakana, Thomas (Tom) Szkutak and Eric Yuan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Suzanne Nora Johnson	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Suzanne Nora Johnson, Eve Burton, Tekedra Mawakana, Thomas (Tom) Szkutak and Eric Yuan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Forrest Norrod	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Suzanne Nora Johnson, Eve Burton, Tekedra Mawakana, Thomas (Tom) Szkutak and Eric Yuan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Vasant Prabhu	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Suzanne Nora Johnson, Eve Burton, Tekedra Mawakana, Thomas (Tom) Szkutak and Eric Yuan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Ryan Roslansky	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Suzanne Nora Johnson, Eve Burton, Tekedra Mawakana, Thomas (Tom) Szkutak and Eric Yuan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Thomas Szkutak	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Suzanne Nora Johnson, Eve Burton, Tekedra Mawakana, Thomas (Tom) Szkutak and Eric Yuan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director Raul Vazquez	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Suzanne Nora Johnson, Eve Burton, Tekedra Mawakana, Thomas (Tom) Szkutak and Eric Yuan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1m	Elect Director Eric S. Yuan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Suzanne Nora Johnson, Eve Burton, Tekedra Mawakana, Thomas (Tom) Szkutak and Eric Yuan is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review. Annual incentives were primarily determined by pre-set financial metrics and half of the long-term incentive award is targeted to be performance based. In addition, long-term performance shares utilize multi-year measurement periods and payouts are generally capped at target in the event of negative absolute TSR performance.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				

Intuit Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i></p>					

Jabil Inc.

Meeting Date: 01/23/2025 **Country:** USA **Ticker:** JBL
Record Date: 11/29/2024 **Meeting Type:** Annual
Primary Security ID: 466313103

Shares Voted: 540

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Anousheh Ansari	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven (Steve) Raymund, Anousheh Ansari, and N.V. (Tiger) Tyagarajan is warranted for lack of diversity on the board. A vote AGAINST governance committee chair Steven (Steve) Raymund, is further warranted given the board's unclear responsiveness to last year's majority-supported shareholder proposal related to the special meeting right. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Michael Dastoor	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven (Steve) Raymund, Anousheh Ansari, and N.V. (Tiger) Tyagarajan is warranted for lack of diversity on the board. A vote AGAINST governance committee chair Steven (Steve) Raymund, is further warranted given the board's unclear responsiveness to last year's majority-supported shareholder proposal related to the special meeting right. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director Christopher S. Holland	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven (Steve) Raymund, Anousheh Ansari, and N.V. (Tiger) Tyagarajan is warranted for lack of diversity on the board. A vote AGAINST governance committee chair Steven (Steve) Raymund, is further warranted given the board's unclear responsiveness to last year's majority-supported shareholder proposal related to the special meeting right. A vote FOR the remaining director nominees is warranted.</i></p>					
1d	Elect Director Mark T. Mondello	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven (Steve) Raymund, Anousheh Ansari, and N.V. (Tiger) Tyagarajan is warranted for lack of diversity on the board. A vote AGAINST governance committee chair Steven (Steve) Raymund, is further warranted given the board's unclear responsiveness to last year's majority-supported shareholder proposal related to the special meeting right. A vote FOR the remaining director nominees is warranted.</i></p>					
1e	Elect Director John C. Plant	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven (Steve) Raymund, Anousheh Ansari, and N.V. (Tiger) Tyagarajan is warranted for lack of diversity on the board. A vote AGAINST governance committee chair Steven (Steve) Raymund, is further warranted given the board's unclear responsiveness to last year's majority-supported shareholder proposal related to the special meeting right. A vote FOR the remaining director nominees is warranted.</i></p>					
1f	Elect Director Steven A. Raymund	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven (Steve) Raymund, Anousheh Ansari, and N.V. (Tiger) Tyagarajan is warranted for lack of diversity on the board. A vote AGAINST governance committee chair Steven (Steve) Raymund, is further warranted given the board's unclear responsiveness to last year's majority-supported shareholder proposal related to the special meeting right. A vote FOR the remaining director nominees is warranted.</i></p>					

Jabil Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1g	Elect Director James Siminoff	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven (Steve) Raymund, Anousheh Ansari, and N.V. (Tiger) Tyagarajan is warranted for lack of diversity on the board. A vote AGAINST governance committee chair Steven (Steve) Raymund, is further warranted given the board's unclear responsiveness to last year's majority-supported shareholder proposal related to the special meeting right. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director N.V. "Tiger" Tyagarajan	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven (Steve) Raymund, Anousheh Ansari, and N.V. (Tiger) Tyagarajan is warranted for lack of diversity on the board. A vote AGAINST governance committee chair Steven (Steve) Raymund, is further warranted given the board's unclear responsiveness to last year's majority-supported shareholder proposal related to the special meeting right. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Kathleen A. Walters	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Steven (Steve) Raymund, Anousheh Ansari, and N.V. (Tiger) Tyagarajan is warranted for lack of diversity on the board. A vote AGAINST governance committee chair Steven (Steve) Raymund, is further warranted given the board's unclear responsiveness to last year's majority-supported shareholder proposal related to the special meeting right. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 9.15 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. While pay and performance are reasonably aligned for the year under consideration, a former NEO will receive severance benefits for an employment separation that does not appear to be involuntary, which is considered a problematic pay practice.</i>				
4	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. The company has a policy that limits cash severance to a reasonable basis, absent shareholder approval, and no significant concerns are identified with respect to equity award treatment.</i>				
5	Amend Bylaws to Adopt a New Director Election Resignation Governance Guideline	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted as there are no recurring issues or company-specific factors that suggest the proponent's more-stringent director resignation policy is necessary at this time.</i>				

NARI Technology Co., Ltd.

Meeting Date: 01/23/2025 **Country:** China **Ticker:** 600406
Record Date: 01/16/2025 **Meeting Type:** Special
Primary Security ID: Y6S99Q112

Shares Voted: 57,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Amendments to Articles of Association	Mgmt	For	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
2	Amend Rules and Procedures Regarding Meetings of Board of Supervisors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is merited because no concerns have been identified.</i>				
	ELECT NON-INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt			
3.1	Elect Shan Shewu as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
3.2	Elect Zheng Zongqiang as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
3.3	Elect Yao Guoping as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
3.4	Elect Zhao Peng as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
3.5	Elect Yang Aiqin as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
3.6	Elect Chen Lingxin as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
3.7	Elect Ding Haidong as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
3.8	Elect Yan Wei as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
	ELECT INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt			
4.1	Elect Hu Minqiang as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
4.2	Elect Yang Xiongsheng as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				
4.3	Elect Zeng Yang as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>				

NARI Technology Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.4	Elect Dou Xiaobo as Director	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR all nominees is warranted given the absence of any known issues concerning the nominees.</i>					
	ELECT SUPERVISORS VIA CUMULATIVE VOTING	Mgmt			
5.1	Elect Zhan Guangsheng as Supervisor	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the nominee is warranted given the absence of any known issues concerning the nominee.</i>					

TravelSky Technology Limited

Meeting Date: 01/23/2025 **Country:** China **Ticker:** 696
Record Date: 01/17/2025 **Meeting Type:** Special
Primary Security ID: Y8972V101

Shares Voted: 105,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Lyu Wei as Supervisor and Resignation of Yang Jun as Supervisor	SH	For	For	For
<i>Voting Policy Rationale: In the absence of any known issues concerning the appointment of Lyu Wei and cessation of Yang Jun, a vote FOR this resolution is warranted.</i>					
2	Amend Working Rules of the Board of Directors	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST the proposed amendments to the Board Rules and Articles is warranted because the proposed amendments are not considered to adequately provide for accountability and transparency to shareholders. Moreover, the company has not specified the details and the provisions covered under the proposed amendments to the Board Rules.</i>					
3	Amend Articles of Association	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST the proposed amendments to the Board Rules and Articles is warranted because the proposed amendments are not considered to adequately provide for accountability and transparency to shareholders. Moreover, the company has not specified the details and the provisions covered under the proposed amendments to the Board Rules.</i>					

Vonovia SE

Meeting Date: 01/24/2025 **Country:** Germany **Ticker:** VNA
Record Date: 01/17/2025 **Meeting Type:** Extraordinary Shareholders
Primary Security ID: D9581T100

Vonovia SE

Shares Voted: 9,450

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Affiliation Agreement with Deutsche Wohnen SE; Approve Creation of EUR 55 Million Pool of Share Capital for Private Placement	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted based on: * The offered consideration, which appears fair and accretive for the company; * The deal process, which flaws likely benefited VNA.</i>					

Brookfield Asset Management Ltd.

Meeting Date: 01/27/2025 **Country:** Canada **Ticker:** BAM
Record Date: 11/12/2024 **Meeting Type:** Special
Primary Security ID: 113004105

Shares Voted: 11,426

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Arrangement Resolution	Mgmt	For	Against	Against
<i>Voting Policy Rationale: Vote AGAINST the arrangement resolution as the proposed articles bundled with the transaction are designed to provide Brookfield with a majority of board seats, compared to currently half of the board seats, for as long as BN holds at least 20 percent of the sum of Class A Shares and Class B Shares, thus further diminishing voting rights of other Class A Shareholders.</i>					
2	Approve Increase in Number of Directors from Twelve to Fourteen	Mgmt	For	Against	Against
<i>Voting Policy Rationale: Vote AGAINST this resolution as it is being sought in connection with the arrangement (Item 1), which is not supported.</i>					

Becton, Dickinson and Company

Meeting Date: 01/28/2025 **Country:** USA **Ticker:** BDX
Record Date: 12/09/2024 **Meeting Type:** Annual
Primary Security ID: 075887109

Shares Voted: 4,921

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director William M. Brown	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William (Bill) Brown, Catherine (Cathy) Burzik, Claire Fraser, Christopher (Chris) Jones, and Joanne Waldstreicher is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

Becton, Dickinson and Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director Catherine M. Burzik	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William (Bill) Brown, Catherine (Cathy) Burzik, Claire Fraser, Christopher (Chris) Jones, and Joanne Waldstreicher is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Carrie L. Byington	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William (Bill) Brown, Catherine (Cathy) Burzik, Claire Fraser, Christopher (Chris) Jones, and Joanne Waldstreicher is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director R. Andrew Eckert	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William (Bill) Brown, Catherine (Cathy) Burzik, Claire Fraser, Christopher (Chris) Jones, and Joanne Waldstreicher is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Claire M. Fraser	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William (Bill) Brown, Catherine (Cathy) Burzik, Claire Fraser, Christopher (Chris) Jones, and Joanne Waldstreicher is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Jeffrey W. Henderson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William (Bill) Brown, Catherine (Cathy) Burzik, Claire Fraser, Christopher (Chris) Jones, and Joanne Waldstreicher is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Christopher Jones	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William (Bill) Brown, Catherine (Cathy) Burzik, Claire Fraser, Christopher (Chris) Jones, and Joanne Waldstreicher is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Thomas E. Polen	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William (Bill) Brown, Catherine (Cathy) Burzik, Claire Fraser, Christopher (Chris) Jones, and Joanne Waldstreicher is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director Timothy M. Ring	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William (Bill) Brown, Catherine (Cathy) Burzik, Claire Fraser, Christopher (Chris) Jones, and Joanne Waldstreicher is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.10	Elect Director Bertram L. Scott	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William (Bill) Brown, Catherine (Cathy) Burzik, Claire Fraser, Christopher (Chris) Jones, and Joanne Waldstreicher is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.11	Elect Director Joanne Waldstreicher	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William (Bill) Brown, Catherine (Cathy) Burzik, Claire Fraser, Christopher (Chris) Jones, and Joanne Waldstreicher is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 5.50 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Becton, Dickinson and Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * A majority of equity awards to the CEO are not tied to performance-contingent pay elements; and * Excessive differentials between CEO pay and the pay of other named executive officers at the firm.</i></p>					

Hormel Foods Corporation

Meeting Date: 01/28/2025 **Country:** USA **Ticker:** HRL
Record Date: 11/29/2024 **Meeting Type:** Annual
Primary Security ID: 440452100

Shares Voted: 5,532

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Gary C. Bhojwani	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William (Bill) Newlands, Gary Bhojwani, Elsa Murano and Steven White is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i></p>					
1b	Elect Director Stephen M. Lacy	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William (Bill) Newlands, Gary Bhojwani, Elsa Murano and Steven White is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i></p>					
1c	Elect Director Elsa A. Murano	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William (Bill) Newlands, Gary Bhojwani, Elsa Murano and Steven White is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i></p>					
1d	Elect Director William A. Newlands	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William (Bill) Newlands, Gary Bhojwani, Elsa Murano and Steven White is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i></p>					
1e	Elect Director Christopher J. Policinski	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William (Bill) Newlands, Gary Bhojwani, Elsa Murano and Steven White is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i></p>					
1f	Elect Director Debbra L. Schoneman	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William (Bill) Newlands, Gary Bhojwani, Elsa Murano and Steven White is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i></p>					
1g	Elect Director Sally J. Smith	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William (Bill) Newlands, Gary Bhojwani, Elsa Murano and Steven White is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i></p>					

Hormel Foods Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1h	Elect Director James P. Snee	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William (Bill) Newlands, Gary Bhojwani, Elsa Murano and Steven White is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
1i	Elect Director Steven A. White	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William (Bill) Newlands, Gary Bhojwani, Elsa Murano and Steven White is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
1j	Elect Director Michael P. Zechmeister	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members William (Bill) Newlands, Gary Bhojwani, Elsa Murano and Steven White is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * The majority of equity awards to the CEO are not tied to performance-contingent pay elements; and * Excessive differentials between CEO pay and the pay of other named executive officers at the firm.</i>				
4	Publish Measurable Timebound Targets for Increasing Group Sow Housing in Supply Chain	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. In light of regulatory developments and the company's lack of disclosure, shareholders would benefit from additional information about the company's practices regarding the increase of group sow housing in its supply chain.</i>				

Valvoline Inc.

Meeting Date: 01/28/2025

Country: USA

Ticker: VV

Record Date: 12/02/2024

Meeting Type: Annual

Primary Security ID: 92047W101

Shares Voted: 3,139

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Gerald W. Evans, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1b	Elect Director Lori A. Flees	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1c	Elect Director Richard J. Freeland	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				

Valvoline Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1d	Elect Director Carol H. Kruse	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1e	Elect Director Vada O. Manager	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1f	Elect Director Patrick S. Pacious	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1g	Elect Director Jennifer L. Slater	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director Charles M. Sonsteby	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1i	Elect Director Mary J. Twinem	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				

Visa Inc.

Meeting Date: 01/28/2025

Country: USA

Ticker: V

Record Date: 12/02/2024

Meeting Type: Annual

Primary Security ID: 92826C839

Shares Voted: 15,263

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Lloyd A. Carney	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Lundgren, Lloyd Carney, Kermit Crawford, Ramon Laguarta, Pamela (Pam) Murphy and Linda Rendle is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Kermit R. Crawford	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Lundgren, Lloyd Carney, Kermit Crawford, Ramon Laguarta, Pamela (Pam) Murphy and Linda Rendle is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1c	Elect Director Francisco Javier Fernandez-Carbajal	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Lundgren, Lloyd Carney, Kermit Crawford, Ramon Laguarta, Pamela (Pam) Murphy and Linda Rendle is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Ramon Laguarta	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Lundgren, Lloyd Carney, Kermit Crawford, Ramon Laguarta, Pamela (Pam) Murphy and Linda Rendle is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Teri L. List	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Lundgren, Lloyd Carney, Kermit Crawford, Ramon Laguarta, Pamela (Pam) Murphy and Linda Rendle is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director John F. Lundgren	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Lundgren, Lloyd Carney, Kermit Crawford, Ramon Laguarta, Pamela (Pam) Murphy and Linda Rendle is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Ryan McInerney	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Lundgren, Lloyd Carney, Kermit Crawford, Ramon Laguarta, Pamela (Pam) Murphy and Linda Rendle is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Denise M. Morrison	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Lundgren, Lloyd Carney, Kermit Crawford, Ramon Laguarta, Pamela (Pam) Murphy and Linda Rendle is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Pamela Murphy	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Lundgren, Lloyd Carney, Kermit Crawford, Ramon Laguarta, Pamela (Pam) Murphy and Linda Rendle is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Linda J. Rendle	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Lundgren, Lloyd Carney, Kermit Crawford, Ramon Laguarta, Pamela (Pam) Murphy and Linda Rendle is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Maynard G. Webb, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members John Lundgren, Lloyd Carney, Kermit Crawford, Ramon Laguarta, Pamela (Pam) Murphy and Linda Rendle is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned for the year in review. Although concerns exist under the STIP for lack of disclosure of metric weightings and in the LTIP for the use of annual measurements, both programs are primarily performance-based.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.93 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Visa Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Report on Gender-Based Compensation and Benefits Inequities	SH	Against	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this resolution is warranted as the company appears to provide competitive health benefits, and there is no evidence that the company is offering health care in a discriminatory manner.</i></p>					
5	Report on Company's Policy on Merchant Category Codes	SH	Against	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * the company appears to be taking appropriate action to mitigate risks associated with the potential implementation of merchant category code for standalone gun and ammunition stores; and * the requested report would unduly interfere with management's purview regarding the operation of its payment systems and compliance with legal responsibilities.</i></p>					
6	Amend Bylaws to Adopt a New Director Election Resignation Governance Guideline	SH	Against	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted as there are no recurring issues or company-specific factors at Visa that suggest the proponent's more stringent director resignation policy is necessary at this time.</i></p>					
7	Report on Lobbying Payments and Policy	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted. Additional disclosure of the dues paid to trade associations and the percentage of dues used for lobbying would better position shareholders to evaluate the alignment between the company's political efforts and stated goals.</i></p>					

CGI Inc.

Meeting Date: 01/29/2025 **Country:** Canada **Ticker:** GIB.A
Record Date: 12/02/2024 **Meeting Type:** Annual
Primary Security ID: 12532H104

Shares Voted: 7,763

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Meeting for Holders of Class A Subordinate Voting and Class B Multiple Voting Shares	Mgmt			
1.1	Elect Director Francois Boulanger	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members George Cope, Sophie Brochu, Jacynthe Cote, Michael (Mike) Pedersen, and Mary Powell for lack of diversity on the board. Vote FOR the remaining director nominees at this time.</i></p>					
1.2	Elect Director Sophie Brochu	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members George Cope, Sophie Brochu, Jacynthe Cote, Michael (Mike) Pedersen, and Mary Powell for lack of diversity on the board. Vote FOR the remaining director nominees at this time.</i></p>					
1.3	Elect Director George A. Cope	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members George Cope, Sophie Brochu, Jacynthe Cote, Michael (Mike) Pedersen, and Mary Powell for lack of diversity on the board. Vote FOR the remaining director nominees at this time.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.4	Elect Director Jacynthe Cote	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members George Cope, Sophie Brochu, Jacynthe Cote, Michael (Mike) Pedersen, and Mary Powell for lack of diversity on the board. Vote FOR the remaining director nominees at this time.</i>				
1.5	Elect Director Julie Godin	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members George Cope, Sophie Brochu, Jacynthe Cote, Michael (Mike) Pedersen, and Mary Powell for lack of diversity on the board. Vote FOR the remaining director nominees at this time.</i>				
1.6	Elect Director Serge Godin	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members George Cope, Sophie Brochu, Jacynthe Cote, Michael (Mike) Pedersen, and Mary Powell for lack of diversity on the board. Vote FOR the remaining director nominees at this time.</i>				
1.7	Elect Director Gilles Labbe	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members George Cope, Sophie Brochu, Jacynthe Cote, Michael (Mike) Pedersen, and Mary Powell for lack of diversity on the board. Vote FOR the remaining director nominees at this time.</i>				
1.8	Elect Director Michael B. Pedersen	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members George Cope, Sophie Brochu, Jacynthe Cote, Michael (Mike) Pedersen, and Mary Powell for lack of diversity on the board. Vote FOR the remaining director nominees at this time.</i>				
1.9	Elect Director Stephen S. Poloz	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members George Cope, Sophie Brochu, Jacynthe Cote, Michael (Mike) Pedersen, and Mary Powell for lack of diversity on the board. Vote FOR the remaining director nominees at this time.</i>				
1.10	Elect Director Mary G. Powell	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members George Cope, Sophie Brochu, Jacynthe Cote, Michael (Mike) Pedersen, and Mary Powell for lack of diversity on the board. Vote FOR the remaining director nominees at this time.</i>				
1.11	Elect Director Alison C. Reed	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members George Cope, Sophie Brochu, Jacynthe Cote, Michael (Mike) Pedersen, and Mary Powell for lack of diversity on the board. Vote FOR the remaining director nominees at this time.</i>				
1.12	Elect Director George D. Schindler	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members George Cope, Sophie Brochu, Jacynthe Cote, Michael (Mike) Pedersen, and Mary Powell for lack of diversity on the board. Vote FOR the remaining director nominees at this time.</i>				
1.13	Elect Director Kathy N. Waller	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members George Cope, Sophie Brochu, Jacynthe Cote, Michael (Mike) Pedersen, and Mary Powell for lack of diversity on the board. Vote FOR the remaining director nominees at this time.</i>				
1.14	Elect Director Frank Witter	Mgmt	For	For	For
	<i>Voting Policy Rationale: Vote WITHHOLD for incumbent nominating committee members George Cope, Sophie Brochu, Jacynthe Cote, Michael (Mike) Pedersen, and Mary Powell for lack of diversity on the board. Vote FOR the remaining director nominees at this time.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize the Audit and Risk Management Committee to Fix Their Remuneration	Mgmt	For	For	For

Voting Policy Rationale: A vote FOR this item is warranted because only 17.06 percent of the total audit fees paid to the auditor are attributable to non-audit fees.

Kobe Bussan Co., Ltd.

Meeting Date: 01/29/2025 **Country:** Japan **Ticker:** 3038
Record Date: 10/31/2024 **Meeting Type:** Annual
Primary Security ID: J3478K102

Shares Voted: 2,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Numata, Hirokazu	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.2	Elect Director Tanaka, Yasuhiro	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.3	Elect Director Kido, Yasuharu	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.4	Elect Director Asami, Kazuo	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.5	Elect Director Nishida, Satoshi	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
1.6	Elect Director Watanabe, Akihito	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.1	Elect Director and Audit Committee Member Machida, Misa	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
2.2	Elect Director and Audit Committee Member Inada, Yutaka	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this nominee is warranted because: * There are no particular concerns about the nominee.</i>					
3	Approve Stock Option Plan	Mgmt	For	For	For

*Voting Policy Rationale: A vote FOR this stock option plan is warranted because: * This plan is likely to help sharpen recipients' focus on share price performance and align their interests more closely with those of shareholders.*

Meeting Date: 01/30/2025

Country: USA

Ticker: ATKR

Record Date: 12/06/2024

Meeting Type: Annual

Primary Security ID: 047649108

Shares Voted: 510

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director B. Joanne Edwards	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Barbara Joanne Edwards, Jeri Isbell, Wilbert (Wil) James Jr., Scott Muse and Betty Wynn is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Jeri L. Isbell	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Barbara Joanne Edwards, Jeri Isbell, Wilbert (Wil) James Jr., Scott Muse and Betty Wynn is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Wilbert W. James, Jr.	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Barbara Joanne Edwards, Jeri Isbell, Wilbert (Wil) James Jr., Scott Muse and Betty Wynn is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Justin A. Kershaw	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Barbara Joanne Edwards, Jeri Isbell, Wilbert (Wil) James Jr., Scott Muse and Betty Wynn is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Scott H. Muse	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Barbara Joanne Edwards, Jeri Isbell, Wilbert (Wil) James Jr., Scott Muse and Betty Wynn is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Michael V. Schrock	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Barbara Joanne Edwards, Jeri Isbell, Wilbert (Wil) James Jr., Scott Muse and Betty Wynn is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director William E. Waltz, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Barbara Joanne Edwards, Jeri Isbell, Wilbert (Wil) James Jr., Scott Muse and Betty Wynn is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Betty R. Wynn	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Barbara Joanne Edwards, Jeri Isbell, Wilbert (Wil) James Jr., Scott Muse and Betty Wynn is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director A. Mark Zeffiro	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Barbara Joanne Edwards, Jeri Isbell, Wilbert (Wil) James Jr., Scott Muse and Betty Wynn is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Atkore Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>					
3	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i>					
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>					

Post Holdings, Inc.

Meeting Date: 01/30/2025 **Country:** USA **Ticker:** POST
Record Date: 11/25/2024 **Meeting Type:** Annual
Primary Security ID: 737446104

Shares Voted: 202

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director William P. Stiritz	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gregory Curl and David Skarie is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.2	Elect Director Dorothy M. Burwell	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gregory Curl and David Skarie is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.3	Elect Director Gregory L. Curl	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gregory Curl and David Skarie is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.4	Elect Director Thomas C. Erb	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gregory Curl and David Skarie is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.5	Elect Director David W. Kemper	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gregory Curl and David Skarie is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.6	Elect Director Jennifer Kuperman	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gregory Curl and David Skarie is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					

Post Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.7	Elect Director David P. Skarie	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gregory Curl and David Skarie is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Robert V. Vitale	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Gregory Curl and David Skarie is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 13.56 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. Although there are performance-based programs and reasonable outcomes in the annual and long-term incentives, concerns are raised surrounding the introduction of a supplemental executive retirement plan. The use of SERPs, as well as crediting for prior years of service, are inconsistent with market practice, as many companies have frozen or eliminated this type of benefit, given that it can substantially increase the cost of benefits to shareholders. The company has also not provided a compelling rationale to justify the need for supplemental retirement benefits.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
	<i>Voting Policy Rationale: A vote for the adoption of an ANNUAL say-on-pay frequency is warranted. Annual say-on-pay votes are considered a best practice as they give shareholders a regular opportunity to opine on executive pay.</i>				
5	Amend Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
6	Eliminate Certain Supermajority Vote Requirement	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that the reduction in the supermajority vote requirement enhances shareholder rights.</i>				
7	Eliminate Supermajority Vote Requirement	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that elimination of the supermajority vote requirement enhances shareholder rights.</i>				
8	Adopt Director Resignation Guideline	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted, as there are no recurring issues regarding failed director elections at the company that suggests a mandatory resignation policy is needed.</i>				

Digi International Inc.

Meeting Date: 02/03/2025

Country: USA

Ticker: DGII

Record Date: 12/09/2024

Meeting Type: Annual

Primary Security ID: 253798102

Digi International Inc.

Shares Voted: 314

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Spiro C. Lazarakis	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Spiro (Sam) Lazarakis and Hatem Naguib is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Hatem H. Naguib	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Spiro (Sam) Lazarakis and Hatem Naguib is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director Valerie Heusinkveld	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Spiro (Sam) Lazarakis and Hatem Naguib is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1d	Elect Director Allison West Hughes	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Spiro (Sam) Lazarakis and Hatem Naguib is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The company has not disclosed any short- and long-term E&S performance incentives; and * The company has not disclosed any risk mitigators, such as a clawback policy, CEO stock ownership guidelines, or stock holding period requirements.</i></p>					
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i></p>					
4	Amend Omnibus Stock Plan	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Based on an evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factors: * The plan cost is excessive; * The disclosure of change-in-control ("CIC") vesting treatment is incomplete (or is otherwise considered discretionary); and * The plan allows broad discretion to accelerate vesting.</i></p>					

Dolby Laboratories, Inc.

Meeting Date: 02/04/2025

Country: USA

Ticker: DLB

Record Date: 12/06/2024

Meeting Type: Annual

Primary Security ID: 25659T107

Shares Voted: 330

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Kevin Yeaman	Mgmt	For	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Peter Gotcher, Simon Segars, and Avadis (Avie) Tevanian Jr. for lack of diversity on the board. WITHHOLD votes are also warranted for Governance Committee members Peter Gotcher, Simon Segars, and Avadis (Avie) Tevanian Jr. for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for David Dolby as his ownership of the supervoting shares provide him with voting power control of the company. A vote FOR the remaining director nominees is warranted.</i></p>				
1.2	Elect Director Peter Gotcher	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Peter Gotcher, Simon Segars, and Avadis (Avie) Tevanian Jr. for lack of diversity on the board. WITHHOLD votes are also warranted for Governance Committee members Peter Gotcher, Simon Segars, and Avadis (Avie) Tevanian Jr. for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for David Dolby as his ownership of the supervoting shares provide him with voting power control of the company. A vote FOR the remaining director nominees is warranted.</i></p>				
1.3	Elect Director David Dolby	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Peter Gotcher, Simon Segars, and Avadis (Avie) Tevanian Jr. for lack of diversity on the board. WITHHOLD votes are also warranted for Governance Committee members Peter Gotcher, Simon Segars, and Avadis (Avie) Tevanian Jr. for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for David Dolby as his ownership of the supervoting shares provide him with voting power control of the company. A vote FOR the remaining director nominees is warranted.</i></p>				
1.4	Elect Director Tony Prophet	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Peter Gotcher, Simon Segars, and Avadis (Avie) Tevanian Jr. for lack of diversity on the board. WITHHOLD votes are also warranted for Governance Committee members Peter Gotcher, Simon Segars, and Avadis (Avie) Tevanian Jr. for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for David Dolby as his ownership of the supervoting shares provide him with voting power control of the company. A vote FOR the remaining director nominees is warranted.</i></p>				
1.5	Elect Director Emily Rollins	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Peter Gotcher, Simon Segars, and Avadis (Avie) Tevanian Jr. for lack of diversity on the board. WITHHOLD votes are also warranted for Governance Committee members Peter Gotcher, Simon Segars, and Avadis (Avie) Tevanian Jr. for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for David Dolby as his ownership of the supervoting shares provide him with voting power control of the company. A vote FOR the remaining director nominees is warranted.</i></p>				
1.6	Elect Director Simon Segars	Mgmt	For	Withhold	Withhold
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Peter Gotcher, Simon Segars, and Avadis (Avie) Tevanian Jr. for lack of diversity on the board. WITHHOLD votes are also warranted for Governance Committee members Peter Gotcher, Simon Segars, and Avadis (Avie) Tevanian Jr. for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for David Dolby as his ownership of the supervoting shares provide him with voting power control of the company. A vote FOR the remaining director nominees is warranted.</i></p>				
1.7	Elect Director Anjali Sud	Mgmt	For	For	For
	<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Peter Gotcher, Simon Segars, and Avadis (Avie) Tevanian Jr. for lack of diversity on the board. WITHHOLD votes are also warranted for Governance Committee members Peter Gotcher, Simon Segars, and Avadis (Avie) Tevanian Jr. for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for David Dolby as his ownership of the supervoting shares provide him with voting power control of the company. A vote FOR the remaining director nominees is warranted.</i></p>				

Dolby Laboratories, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.8	Elect Director Avadis Tevanian, Jr.	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Peter Gotcher, Simon Segars, and Avadis (Avie) Tevanian Jr. for lack of diversity on the board. WITHHOLD votes are also warranted for Governance Committee members Peter Gotcher, Simon Segars, and Avadis (Avie) Tevanian Jr. for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. WITHHOLD votes are warranted for David Dolby as his ownership of the supervoting shares provide him with voting power control of the company. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i></p>					
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
<p><i>Voting Policy Rationale: A vote for the adoption of an ANNUAL say-on-pay frequency is warranted. Annual say-on-pay votes are considered a best practice as they give shareholders a regular opportunity to opine on executive pay.</i></p>					
4	Amend Certificate of Incorporation to Provide for the Exculpation of Certain Officers	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted, as the company is controlled and decisions regarding the company's response to shareholder litigation would be made by a board that lacks accountability to public shareholders.</i></p>					
5	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because only 23.30 percent of the fees paid to the auditor are for non-audit purposes.</i></p>					

Franklin Resources, Inc.

Meeting Date: 02/04/2025 **Country:** USA **Ticker:** BEN
Record Date: 12/09/2024 **Meeting Type:** Annual
Primary Security ID: 354613101

Shares Voted: 10,763

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Mariann Byerwalter	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mariann Byerwalter, Alexander Friedman, John Kim, Anthony Noto and Geoffrey Yang is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Alexander S. Friedman	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mariann Byerwalter, Alexander Friedman, John Kim, Anthony Noto and Geoffrey Yang is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

Franklin Resources, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1c	Elect Director Gregory E. Johnson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mariann Byerwalter, Alexander Friedman, John Kim, Anthony Noto and Geoffrey Yang is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Jennifer M. Johnson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mariann Byerwalter, Alexander Friedman, John Kim, Anthony Noto and Geoffrey Yang is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Rupert H. Johnson, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mariann Byerwalter, Alexander Friedman, John Kim, Anthony Noto and Geoffrey Yang is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director John Y. Kim	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mariann Byerwalter, Alexander Friedman, John Kim, Anthony Noto and Geoffrey Yang is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Karen M. King	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mariann Byerwalter, Alexander Friedman, John Kim, Anthony Noto and Geoffrey Yang is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Anthony J. Noto	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mariann Byerwalter, Alexander Friedman, John Kim, Anthony Noto and Geoffrey Yang is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director John W. Thiel	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mariann Byerwalter, Alexander Friedman, John Kim, Anthony Noto and Geoffrey Yang is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Seth H. Waugh	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mariann Byerwalter, Alexander Friedman, John Kim, Anthony Noto and Geoffrey Yang is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Geoffrey Y. Yang	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Mariann Byerwalter, Alexander Friedman, John Kim, Anthony Noto and Geoffrey Yang is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.74 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Rockwell Automation, Inc.

Meeting Date: 02/04/2025

Country: USA

Ticker: ROK

Record Date: 12/09/2024

Meeting Type: Annual

Primary Security ID: 773903109

Rockwell Automation, Inc.

Shares Voted: 3,670

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
A.1	Elect Director James P. Keane	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Blake Moret, James (Jim) Keane, Thomas (Tom) Rosamilia and Patricia Watson for lack of diversity on the board.</i>				
A.2	Elect Director Blake D. Moret	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Blake Moret, James (Jim) Keane, Thomas (Tom) Rosamilia and Patricia Watson for lack of diversity on the board.</i>				
A.3	Elect Director Thomas W. Rosamilia	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Blake Moret, James (Jim) Keane, Thomas (Tom) Rosamilia and Patricia Watson for lack of diversity on the board.</i>				
A.4	Elect Director Patricia A. Watson	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominees Blake Moret, James (Jim) Keane, Thomas (Tom) Rosamilia and Patricia Watson for lack of diversity on the board.</i>				
B	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * The majority of equity awards to the CEO are not tied to performance-contingent pay elements; * High CEO pay relative to company performance compared to the company's peers; and * Excessive differentials between CEO pay and the pay of other named executive officers at the firm.</i>				
C	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>				

Summit Materials, Inc.

Meeting Date: 02/05/2025

Country: USA

Ticker: SUM

Record Date: 12/27/2024

Meeting Type: Special

Primary Security ID: 86614U100

Shares Voted: 1,407

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Merger Agreement	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. The board appears to have run a reasonably thorough process, the merger consideration represents a premium to historical trading levels, and the cash form of consideration provides liquidity and certainty of value.</i>				
2	Advisory Vote on Golden Parachutes	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Although outstanding equity awards will accelerate upon the closing of the merger, cash severance is double trigger and reasonably based, and no excise tax gross-ups are payable. Further, recently granted RSUs will accelerate on a pro-rata basis.</i>				

Summit Materials, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Adjourn Meeting	Mgmt	For	For	For

Voting Policy Rationale: A vote FOR this proposal is warranted, as the underlying transaction warrants support.

Accenture plc

Meeting Date: 02/06/2025 **Country:** Ireland **Ticker:** ACN
Record Date: 12/09/2024 **Meeting Type:** Annual
Primary Security ID: G1151C101

Shares Voted: 7,197

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Jaime Ardila	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1b	Elect Director Martin Bruderemuller	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1c	Elect Director Alan Jope	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1d	Elect Director Nancy McKinstry	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1e	Elect Director Jennifer Nason	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1f	Elect Director Paula A. Price	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1g	Elect Director Venkata (Murthy) Renduchintala	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director Arun Sarin	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1i	Elect Director Julie Sweet	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1j	Elect Director Tracey T. Travis	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1k	Elect Director Masahiko Uotani	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				

Accenture plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted. Although shareholders would benefit from clear disclosure of performance targets for the short- and long-term incentive programs, pay and performance are reasonably aligned at this time.</i>					
3	Ratify KPMG LLP as Auditors and Authorise Their Remuneration	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because only 6.88 percent of the fees paid to the auditor are for non-audit purposes.</i>					
4	Approve Capital Reduction of the Share Premium Account	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted as no significant concerns have been identified.</i>					
5	Authorize Board to Issue Shares under Irish Law	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these proposals is warranted as the proposed amounts and durations are within recommended limits.</i>					
6	Authorize the Board's Authority to Opt-Out of Statutory Pre-Emptions Rights Under Irish Law	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these proposals is warranted as the proposed amounts and durations are within recommended limits.</i>					
7	Determine Price Range for Reissuance of Treasury Shares	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item for companies incorporated in Ireland, and no significant concerns have been identified.</i>					

Compass Group Plc

Meeting Date: 02/06/2025 **Country:** United Kingdom **Ticker:** CPG
Record Date: 02/04/2025 **Meeting Type:** Annual
Primary Security ID: G23296208

Shares Voted: 9,507

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>					
2	Approve Remuneration Policy	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is considered warranted, although it is not without concern: * The Company is proposing to materially increase the available remuneration to the Executive Directors, including significant increases to the bonus and LTIP opportunities, which accompany large increases to fixed salaries that have taken effect from 1 January 2025. The main reason for support is: * The Company has provided a compelling rationale, clearly illustrating the growth of the Company and the returns to shareholders since the appointment of Dominic Blakemore. The sustained growth has resulted in a materially larger and more complex organisation which operates on a global scale.</i>					

Compass Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted, although it is not without concern: * CEO Dominic Blakemore received a significant salary increase of c.21% for FY2025 which, when coupled with the changes to the variable pay schemes, will result in a significant increase in total pay opportunity. The main reason for support is: * The Company has provided a compelling rationale for the increases to salary and variable pay opportunities, citing the sustained strong performance of the Company resulting in a materially larger and a more complex organisation since Blakemore's appointment. The resulting salary level broadly aligns with peers in the FTSE 30.</i>				
4	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because this is a routine item and no significant concerns have been identified.</i>				
5	Elect Liat Ben-Zur as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Ian Meakins, Anne-Francoise Nesmes, Stefan Bomhard, John Bryant, Arlene Isaacs-Lowe, Sundar Raman, and Leanne Wood are warranted for lack of racial and ethnic diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
6	Elect Juliana Chugg as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Ian Meakins, Anne-Francoise Nesmes, Stefan Bomhard, John Bryant, Arlene Isaacs-Lowe, Sundar Raman, and Leanne Wood are warranted for lack of racial and ethnic diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
7	Re-elect Ian Meakins as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Ian Meakins, Anne-Francoise Nesmes, Stefan Bomhard, John Bryant, Arlene Isaacs-Lowe, Sundar Raman, and Leanne Wood are warranted for lack of racial and ethnic diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
8	Re-elect Dominic Blakemore as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Ian Meakins, Anne-Francoise Nesmes, Stefan Bomhard, John Bryant, Arlene Isaacs-Lowe, Sundar Raman, and Leanne Wood are warranted for lack of racial and ethnic diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
9	Re-elect Petros Parras as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Ian Meakins, Anne-Francoise Nesmes, Stefan Bomhard, John Bryant, Arlene Isaacs-Lowe, Sundar Raman, and Leanne Wood are warranted for lack of racial and ethnic diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
10	Re-elect Palmer Brown as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Ian Meakins, Anne-Francoise Nesmes, Stefan Bomhard, John Bryant, Arlene Isaacs-Lowe, Sundar Raman, and Leanne Wood are warranted for lack of racial and ethnic diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
11	Re-elect Stefan Bomhard as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Ian Meakins, Anne-Francoise Nesmes, Stefan Bomhard, John Bryant, Arlene Isaacs-Lowe, Sundar Raman, and Leanne Wood are warranted for lack of racial and ethnic diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
12	Re-elect John Bryant as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Ian Meakins, Anne-Francoise Nesmes, Stefan Bomhard, John Bryant, Arlene Isaacs-Lowe, Sundar Raman, and Leanne Wood are warranted for lack of racial and ethnic diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Compass Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
13	Re-elect Arlene Isaacs-Lowe as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Ian Meakins, Anne-Francoise Nesmes, Stefan Bomhard, John Bryant, Arlene Isaacs-Lowe, Sundar Raman, and Leanne Wood are warranted for lack of racial and ethnic diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
14	Re-elect Anne-Francoise Nesmes as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Ian Meakins, Anne-Francoise Nesmes, Stefan Bomhard, John Bryant, Arlene Isaacs-Lowe, Sundar Raman, and Leanne Wood are warranted for lack of racial and ethnic diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
15	Re-elect Sundar Raman as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Ian Meakins, Anne-Francoise Nesmes, Stefan Bomhard, John Bryant, Arlene Isaacs-Lowe, Sundar Raman, and Leanne Wood are warranted for lack of racial and ethnic diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
16	Re-elect Leanne Wood as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Ian Meakins, Anne-Francoise Nesmes, Stefan Bomhard, John Bryant, Arlene Isaacs-Lowe, Sundar Raman, and Leanne Wood are warranted for lack of racial and ethnic diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
17	Reappoint KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
18	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				
19	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				
20	Amend Long Term Incentive Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted, although not without concern: * The internal dilution limit of 5% of issued share capital in 10 years for discretionary schemes has been removed. The main reasons for support are: * The overall 10% of a ten year period remains applicable to the plan rules; and * The amendments broadly pertain to the alignment with the proposed remuneration policy, where shareholder support is ultimately considered warranted.</i>				
21	Approve Restricted Share Award Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted, although it is not without concern: * There is no internal limit of 5% of issued share capital in 10 years for discretionary schemes. The main reasons for support are: * The overall dilution limit of 10% of issued share capital in 10 years is applicable; and * The 2025 Restricted Share Award Plan is proposed for below-Board employees.</i>				
22	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
23	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				

Compass Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
24	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.</i>				
25	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the proposed amount and duration are within recommended limits.</i>				
26	Authorise the Company to Call General Meeting with 14 Clear Days' Notice	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted. No issues of concern have been identified.</i>				

Mueller Water Products, Inc.

Meeting Date: 02/06/2025

Country: USA

Ticker: MWA

Record Date: 12/09/2024

Meeting Type: Annual

Primary Security ID: 624758108

Shares Voted: 2,756

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Christian A. Garcia	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Brian Healy, Christine Ortiz and Jeffery (Jeff) Sharritts is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Thomas J. Hansen	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Brian Healy, Christine Ortiz and Jeffery (Jeff) Sharritts is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Brian C. Healy	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Brian Healy, Christine Ortiz and Jeffery (Jeff) Sharritts is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Christine Ortiz	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Brian Healy, Christine Ortiz and Jeffery (Jeff) Sharritts is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.5	Elect Director Jeffery S. Sharritts	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Brian Healy, Christine Ortiz and Jeffery (Jeff) Sharritts is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Bentina Chisolm Terry	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Brian Healy, Christine Ortiz and Jeffery (Jeff) Sharritts is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Mueller Water Products, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.7	Elect Director Stephen C. Van Arsdell	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Brian Healy, Christine Ortiz and Jeffery (Jeff) Sharritts is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Leland G. Weaver	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Brian Healy, Christine Ortiz and Jeffery (Jeff) Sharritts is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.9	Elect Director Marietta Edmunds Zakas	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Brian Healy, Christine Ortiz and Jeffery (Jeff) Sharritts is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				
3	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that: * the purchase price is reasonable; * the number of shares reserved is reasonable; and * the offering period is within the limits prescribed by Section 423 of the Internal Revenue Code.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
5	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 3.70 percent of the fees paid to the auditor are for non-audit purposes.</i>				

The Sage Group plc.

Meeting Date: 02/06/2025 **Country:** United Kingdom **Ticker:** SGE
Record Date: 02/04/2025 **Meeting Type:** Annual
Primary Security ID: G7771K142

Shares Voted: 4,653

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i>				
2	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is considered warranted, although it is not without concern for shareholders: * EDs' salaries are scheduled to be increased by c.30% over the next two years and follow a significant increase made in FY2023/24. Alongside the increases in the LTIP opportunity, this contributes towards material increases in both fixed and total pay opportunity, which may not receive universal support. The main reasons for support are: * The Company's rationale for the increases is acknowledged; * Pay arrangements are not out of line with market peers; * No other material concerns regarding remuneration arrangements have been identified for the year under review.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Remuneration Policy	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this item is considered warranted as material concerns are identified with the quantum and nature of the recruitment award. Under the proposed policy, new joiners may be granted an enhanced LTI award capped at 650% of base salary which may be made as a combination of performance and restricted shares. Separately, the maximum LTIP award opportunity will increase from 300% to 400% of salary under the proposed policy. The increase to total pay opportunity achieved through the increase in salary and LTIP opportunities are considerable and may not receive universal support. However, the Company's rationale is acknowledged and these have not contributed to the negative vote recommendation on this occasion.</i>				
4	Approve Final Dividend	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is considered warranted because this is a routine item and no significant concerns have been identified.</i>				
5	Re-elect Andrew Duff as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is considered warranted as no significant concerns have been identified.</i>				
6	Re-elect John Bates as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is considered warranted as no significant concerns have been identified.</i>				
7	Re-elect Jonathan Bewes as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is considered warranted as no significant concerns have been identified.</i>				
8	Re-elect Maggie Chan Jones as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is considered warranted as no significant concerns have been identified.</i>				
9	Re-elect Annette Court as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is considered warranted as no significant concerns have been identified.</i>				
10	Re-elect Roisin Donnelly as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is considered warranted as no significant concerns have been identified.</i>				
11	Re-elect Derek Harding as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is considered warranted as no significant concerns have been identified.</i>				
12	Re-elect Steve Hare as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is considered warranted as no significant concerns have been identified.</i>				
13	Re-elect Jonathan Howell as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these Directors is considered warranted as no significant concerns have been identified.</i>				
14	Appoint KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is considered warranted as no significant concerns have been identified.</i>				
15	Authorise the Audit and Risk Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 9.1 percent of the total fees paid to the auditor are for non-audit purposes.</i>				

The Sage Group plc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
16	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is considered warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i></p>					
17	Approve Long Term Incentive Plan	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted, although not without concern: * The dilution limit of 5% of ISC in 10 years for discretionary share plans has been removed. The main reasons for support are: * The overall 10% in 10 years for all share plans dilution limit is retained. * There are no other material concerns with the plan.</i></p>					
18	Authorise Removal of Discretionary 5% Dilution Limit for Share Plans	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted, although not without concern: * The dilution limit of 5% of ISC in 10 years for discretionary share plans has been removed. The main reasons for support are: * The overall 10% in 10 years for all share plans dilution limit is retained. * There are no other material concerns with the plan.</i></p>					
19	Authorise Issue of Equity	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these resolutions is considered warranted because the proposed amounts and durations are within recommended limits.</i></p>					
20	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these resolutions is considered warranted because the proposed amounts and durations are within recommended limits.</i></p>					
21	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR these resolutions is considered warranted because the proposed amounts and durations are within recommended limits.</i></p>					
22	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is considered warranted because the proposed amount and duration are within recommended limits.</i></p>					
23	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is considered warranted. No issues of concern have been identified.</i></p>					

Insteel Industries Inc.

Meeting Date: 02/11/2025

Country: USA

Ticker: IJIN

Record Date: 12/11/2024

Meeting Type: Annual

Primary Security ID: 45774W108

Shares Voted: 1,085

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Blake K. Doyle	Mgmt	For	For	For

Insteel Industries Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Jon Ruth and Joseph (Joe) Rutkowski Jr. for lack of diversity on the board. A vote FOR Blake Doyle is warranted.</i>				
1.2	Elect Director Jon M. Ruth	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Jon Ruth and Joseph (Joe) Rutkowski Jr. for lack of diversity on the board. A vote FOR Blake Doyle is warranted.</i>				
1.3	Elect Director Joseph A. Rutkowski	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Jon Ruth and Joseph (Joe) Rutkowski Jr. for lack of diversity on the board. A vote FOR Blake Doyle is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although some concern are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				
3	Approve Omnibus Stock Plan	Mgmt	For	For	For
	<i>Voting Policy Rationale: Based on the Equity Plan Scorecard evaluation (EPSC), a vote FOR this proposal is warranted.</i>				
4	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i>				

Plexus Corp.

Meeting Date: 02/11/2025 **Country:** USA **Ticker:** PLXS
Record Date: 12/06/2024 **Meeting Type:** Annual
Primary Security ID: 729132100

Shares Voted: 141

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Joann M. Eisenhart	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Randy Martinez, J. Joel Quadracci, Paul Rooke, and Jennifer Wuamett for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Dean A. Foate	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Randy Martinez, J. Joel Quadracci, Paul Rooke, and Jennifer Wuamett for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Rainer Jueckstock	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Randy Martinez, J. Joel Quadracci, Paul Rooke, and Jennifer Wuamett for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Todd P. Kelsey	Mgmt	For	For	For
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Randy Martinez, J. Joel Quadracci, Paul Rooke, and Jennifer Wuamett for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Plexus Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.5	Elect Director Randy J. Martinez	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Randy Martinez, J. Joel Quadracci, Paul Rooke, and Jennifer Wuamett for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.6	Elect Director Joel Quadracci	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Randy Martinez, J. Joel Quadracci, Paul Rooke, and Jennifer Wuamett for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.7	Elect Director Karen M. Rapp	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Randy Martinez, J. Joel Quadracci, Paul Rooke, and Jennifer Wuamett for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.8	Elect Director Paul A. Rooke	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Randy Martinez, J. Joel Quadracci, Paul Rooke, and Jennifer Wuamett for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.9	Elect Director Michael V. Schrock	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Randy Martinez, J. Joel Quadracci, Paul Rooke, and Jennifer Wuamett for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.10	Elect Director Jennifer B. Wuamett	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Randy Martinez, J. Joel Quadracci, Paul Rooke, and Jennifer Wuamett for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Although some concerns are noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i></p>					
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted because none of the fees paid to the auditor are for non-audit purposes.</i></p>					

SERES Group Co., Ltd.

Meeting Date: 02/11/2025

Country: China

Ticker: 601127

Record Date: 01/27/2025

Meeting Type: Special

Primary Security ID: Y1586E102

Shares Voted: 9,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Related Party Transaction	Mgmt	For	Against	Against

SERES Group Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
<p><i>Voting Policy Rationale: A vote AGAINST is warranted since the proposed related-party transactions include a financial service agreement with the group finance company, which may expose the company to unnecessary risks.</i></p>					

PTC Inc.

Meeting Date: 02/12/2025 **Country:** USA **Ticker:** PTC
Record Date: 12/13/2024 **Meeting Type:** Annual
Primary Security ID: 69370C100

Shares Voted: 1,206

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Neil Barua	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Janice Chaffin, Amar Hanspal, Paul Lacy and Corinna (Cori) Lathan for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.2	Elect Director Mark Benjamin	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Janice Chaffin, Amar Hanspal, Paul Lacy and Corinna (Cori) Lathan for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.3	Elect Director Robert Bernshiteyn	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Janice Chaffin, Amar Hanspal, Paul Lacy and Corinna (Cori) Lathan for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.4	Elect Director Janice Chaffin	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Janice Chaffin, Amar Hanspal, Paul Lacy and Corinna (Cori) Lathan for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.5	Elect Director Amar Hanspal	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Janice Chaffin, Amar Hanspal, Paul Lacy and Corinna (Cori) Lathan for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.6	Elect Director Michal Katz	Mgmt	For	For	For
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Janice Chaffin, Amar Hanspal, Paul Lacy and Corinna (Cori) Lathan for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.7	Elect Director Paul Lacy	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Janice Chaffin, Amar Hanspal, Paul Lacy and Corinna (Cori) Lathan for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.8	Elect Director Corinna Lathan	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Janice Chaffin, Amar Hanspal, Paul Lacy and Corinna (Cori) Lathan for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted. Annual incentives were based on a financial metric with a pre-set target, equity awards were half performance-conditioned with disclosed pre-set targets, and half of the performance shares are subject to a multi-year performance period.</i></p>					
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST the ratification of the company's auditor is warranted given that non-audit fees represent 32.53 percent of the total fees received by the auditor during the fiscal year, raising substantial doubts over the independence of the auditor.</i></p>					

easyJet Plc

Meeting Date: 02/13/2025 **Country:** United Kingdom **Ticker:** EZJ
Record Date: 02/11/2025 **Meeting Type:** Annual
Primary Security ID: G3030S109

Shares Voted: 3,145

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the Company's routine submission of the directors' report and financial statements is warranted as no significant concerns have been identified.</i></p>					
2	Approve Remuneration Policy	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is considered warranted in the absence of material concerns.</i></p>					
3	Approve Remuneration Report	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is considered warranted as no significant concerns have been identified.</i></p>					
4	Approve Final Dividend	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is considered warranted because this is a routine item and no significant concerns have been identified.</i></p>					
5	Re-elect Sir Stephen Hester as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Stephen Hester, Susan (Sue) Clark, Catherine Bradley, David Robbie, and Detlef Trefzger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
6	Re-elect Kenton Jarvis as Director	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Stephen Hester, Susan (Sue) Clark, Catherine Bradley, David Robbie, and Detlef Trefzger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
7	Re-elect Sue Clark as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Stephen Hester, Susan (Sue) Clark, Catherine Bradley, David Robbie, and Detlef Trefzger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8	Re-elect Catherine Bradley as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Stephen Hester, Susan (Sue) Clark, Catherine Bradley, David Robbie, and Detlef Trefzger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
9	Re-elect Rianne van der Eijk as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Stephen Hester, Susan (Sue) Clark, Catherine Bradley, David Robbie, and Detlef Trefzger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
10	Re-elect Harald Eisenacher as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Stephen Hester, Susan (Sue) Clark, Catherine Bradley, David Robbie, and Detlef Trefzger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
11	Re-elect David Robbie as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Stephen Hester, Susan (Sue) Clark, Catherine Bradley, David Robbie, and Detlef Trefzger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
12	Re-elect Detlef Trefzger as Director	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Stephen Hester, Susan (Sue) Clark, Catherine Bradley, David Robbie, and Detlef Trefzger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
13	Elect Jan De Raeymaeker as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Stephen Hester, Susan (Sue) Clark, Catherine Bradley, David Robbie, and Detlef Trefzger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
14	Elect Julie Chakraverty as Director	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Stephen Hester, Susan (Sue) Clark, Catherine Bradley, David Robbie, and Detlef Trefzger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
15	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 17.4 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
16	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 17.4 percent of the total fees paid to the auditor are for non-audit purposes.</i>				
17	Authorise UK Political Donations and Expenditure	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the Company states that it does not intend to make overtly political payments but is making this technical proposal in order to avoid inadvertent contravention of UK legislation.</i>				
18	Authorise Issue of Equity	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR these resolutions is considered warranted because the proposed amounts and durations are within recommended limits.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
19	Approve UK Sharesave Plan and International Sharesave Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these tax-approved plans is warranted because they are broad-based and no corporate governance concerns have been identified.</i>					
20	Approve Share Incentive Plan and International Share Incentive Plan	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these tax-approved plans is warranted because they are broad-based and no corporate governance concerns have been identified.</i>					
21	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR these resolutions is considered warranted because the proposed amounts and durations are within recommended limits.</i>					
22	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is considered warranted because the proposed amount and duration are within recommended limits.</i>					
23	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this resolution is considered warranted. No issues of concern have been identified.</i>					

Siemens AG

Meeting Date: 02/13/2025 **Country:** Germany **Ticker:** SIE
Record Date: 02/06/2025 **Meeting Type:** Annual
Primary Security ID: D69671218

Shares Voted: 5,932

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023/24 (Non-Voting)	Mgmt			
<i>Voting Policy Rationale: This is a non-voting item.</i>					
2	Approve Allocation of Income and Dividends of EUR 5.20 per Share	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i>					
3.1	Approve Discharge of Management Board Member Roland Busch for Fiscal Year 2023/24	Mgmt	For	For	For
<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.2	Approve Discharge of Management Board Member Cedrik Neike for Fiscal Year 2023/24	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
3.3	Approve Discharge of Management Board Member Matthias Rebellius for Fiscal Year 2023/24	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
3.4	Approve Discharge of Management Board Member Ralf Thomas for Fiscal Year 2023/24	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
3.5	Approve Discharge of Management Board Member Judith Wiese for Fiscal Year 2023/24	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.1	Approve Discharge of Supervisory Board Member Jim Snabe for Fiscal Year 2023/24	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.2	Approve Discharge of Supervisory Board Member Birgit Steinborn for Fiscal Year 2023/24	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.3	Approve Discharge of Supervisory Board Member Werner Brandt for Fiscal Year 2023/24	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.4	Approve Discharge of Supervisory Board Member Tobias Baeumler for Fiscal Year 2023/24	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.5	Approve Discharge of Supervisory Board Member Regina Dugan for Fiscal Year 2023/24	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.6	Approve Discharge of Supervisory Board Member Andrea Fehrmann for Fiscal Year 2023/24	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.7	Approve Discharge of Supervisory Board Member Bettina Haller for Fiscal Year 2023/24	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.8	Approve Discharge of Supervisory Board Member Oliver Hartmann for Fiscal Year 2023/24	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.9	Approve Discharge of Supervisory Board Member Keryn Lee James for Fiscal Year 2023/24	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.10	Approve Discharge of Supervisory Board Member Harald Kern (until Dec. 7, 2023) for Fiscal Year 2023/24	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.11	Approve Discharge of Supervisory Board Member Juergen Kerner for Fiscal Year 2023/24	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.12	Approve Discharge of Supervisory Board Member Martina Merz for Fiscal Year 2023/24	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.13	Approve Discharge of Supervisory Board Member Christian Pfeiffer for Fiscal Year 2023/24	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.14	Approve Discharge of Supervisory Board Member Benoit Potier for Fiscal Year 2023/24	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.15	Approve Discharge of Supervisory Board Member Hagen Reimer for Fiscal Year 2023/24	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.16	Approve Discharge of Supervisory Board Member Kasper Rorsted for Fiscal Year 2023/24	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.17	Approve Discharge of Supervisory Board Member Nathalie von Siemens for Fiscal Year 2023/24	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.18	Approve Discharge of Supervisory Board Member Dorothea Simon for Fiscal Year 2023/24	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.19	Approve Discharge of Supervisory Board Member Mimon Uhamou (from Dec. 12, 2023) for Fiscal Year 2023/24	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.20	Approve Discharge of Supervisory Board Member Grazia Vittadini for Fiscal Year 2023/24	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
4.21	Approve Discharge of Supervisory Board Member Matthias Zachert for Fiscal Year 2023/24	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted as there is no evidence that the boards have not fulfilled their fiduciary duties.</i>				
5.1	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2024/25	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR are warranted because no concerns were identified that would impact the suitability of the proposed auditor.</i>				
5.2	Ratify PricewaterhouseCoopers GmbH as Auditor for Sustainability Reporting for Fiscal Year 2024/25	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR are warranted because no concerns were identified that would impact the suitability of the proposed auditor.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the company's remuneration practices exceed in many respects best practice standards in Germany, and pay and performance appear reasonably aligned at this time. However, it is not not without some concern: * Pension contributions remain at a relatively high level in the context of market practice. * Total target compensation was increased for all management board members for the third consecutive year. This is mitigated by relatively modest increase levels as well as the fact that the company has consistently been performing well against peers over the period in question.</i>				
7.1	Elect Jim Snabe to the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted at this time.</i>				
7.2	Elect Kasper Rorsted to the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted at this time.</i>				
7.3	Elect Ulf Schneider to the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted at this time.</i>				
7.4	Elect Grazia Vittadini to the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted at this time.</i>				
7.5	Elect Werner Brandt to the Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR the proposed nominees are warranted at this time.</i>				
8	Approve Remuneration of Supervisory Board	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the remuneration of supervisory board members is warranted because it is in line with market practice and no significant concerns are noted.</i>				
9	Approve Virtual-Only Shareholder Meetings Until 2027	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST the proposed article amendments in regard to virtual-only shareholder meetings is warranted because: * The new proposal appears to be a blanket authorization to continue holding AGMs in the virtual format only. * The rationale regarding why it was considered necessary to hold a virtual-only meeting in the past three years, or why the company chose the virtual-only format again for the 2025 AGM, is not considered compelling. * The company has not given shareholders the option to attend the AGM in-person since prior to the pandemic, and there is no commitment by the boards to giving shareholders an in-person attendance option in the near future. In this vein, the company only vaguely addresses the circumstances under which in-person meetings might be held in the future.</i>				
10	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the proposed share repurchase program is warranted because this is a standard request in Germany.</i>				
11	Authorize Use of Financial Derivatives when Repurchasing Shares	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concerns.</i>				

Siemens AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
12	Approve Issuance of Warrants/Bonds with Warrants Attached/Convertible Bonds without Preemptive Rights up to Aggregate Nominal Amount of EUR 15 Billion; Approve Creation of EUR 180 Million Pool of Capital to Guarantee Conversion Rights	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the proposed authorization is warranted because the exclusion of preemptive rights is limited to 10 percent across the proposed and existing authorizations.</i></p>					

Zuora, Inc.

Meeting Date: 02/13/2025 **Country:** USA **Ticker:** ZUO
Record Date: 12/31/2024 **Meeting Type:** Special
Primary Security ID: 98983V015

Shares Voted: 589

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Merger Agreement	Mgmt	For	For	For
<p><i>Voting Policy Rationale: The special committee appears to have run a wide process, which became publicly known early on, the shareholders are receiving a double-digit premium to the unaffected price, and the cash consideration provides certainty of value. As such, support FOR the proposed transaction is warranted.</i></p>					
2	Advisory Vote on Golden Parachutes	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted. While stock options will auto-accelerate, outstanding RSUs and PSUs are double trigger and performance shares are deemed earned at target performance. Furthermore, cash severance is double trigger and reasonably based, and no excise tax gross-ups are payable.</i></p>					
3	Adjourn Meeting	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this item is warranted as the underlying transaction warrants support.</i></p>					

Capital One Financial Corporation

Meeting Date: 02/18/2025 **Country:** USA **Ticker:** COF
Record Date: 12/27/2024 **Meeting Type:** Special
Primary Security ID: 14040H105

Shares Voted: 7,505

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Issue Shares in Connection with Merger	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this transaction is warranted in light of the strategic rationale, expected cost savings, and other anticipated financial benefits.</i></p>					

Capital One Financial Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Adjourn Meeting	Mgmt	For	For	For

Voting Policy Rationale: A vote FOR this item is warranted, given that the underlying transaction merits shareholder support.

CRRC Corporation Limited

Meeting Date: 02/18/2025 **Country:** China **Ticker:** 1766
Record Date: 02/12/2025 **Meeting Type:** Extraordinary Shareholders
Primary Security ID: Y1818X100

Shares Voted: 161,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	EGM BALLOT FOR HOLDERS OF H SHARES Amend Articles of Association	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST Items 1 and 3 is warranted given the proposed amendments to the Articles and Board Rules are not considered to adequately provide for accountability and transparency to shareholders. On the other hand, a vote FOR Item 2 is warranted given that the proposed amendments to the GM Rules are mainly intended to reflect the company's actual circumstances and are made on the basis of the relevant rules and regulations governing the company.</i>					
2	Amend Rules of Procedure for General Meetings	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote AGAINST Items 1 and 3 is warranted given the proposed amendments to the Articles and Board Rules are not considered to adequately provide for accountability and transparency to shareholders. On the other hand, a vote FOR Item 2 is warranted given that the proposed amendments to the GM Rules are mainly intended to reflect the company's actual circumstances and are made on the basis of the relevant rules and regulations governing the company.</i>					
3	Amend Rules of Procedure for the Board	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST Items 1 and 3 is warranted given the proposed amendments to the Articles and Board Rules are not considered to adequately provide for accountability and transparency to shareholders. On the other hand, a vote FOR Item 2 is warranted given that the proposed amendments to the GM Rules are mainly intended to reflect the company's actual circumstances and are made on the basis of the relevant rules and regulations governing the company.</i>					

Discover Financial Services

Meeting Date: 02/18/2025 **Country:** USA **Ticker:** DFS
Record Date: 12/27/2024 **Meeting Type:** Special
Primary Security ID: 254709108

Shares Voted: 2,514

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Merger Agreement	Mgmt	For	For	For

Voting Policy Rationale: A vote FOR this transaction is warranted in the light of the premium, the strategic rationale, and the downside risk of non-approval.

Discover Financial Services

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote on Golden Parachutes	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted. Although the CEO's RSUs vest single trigger, NEOs' cash severance is double trigger and reasonably based and no excise tax gross-ups are payable. In addition, other NEOs' equity awards are effectively double trigger.</i></p>					
3	Adjourn Meeting	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, given that the underlying transaction merits support.</i></p>					

Siemens Healthineers AG

Meeting Date: 02/18/2025 **Country:** Germany **Ticker:** SHL
Record Date: 02/11/2025 **Meeting Type:** Annual
Primary Security ID: D6T479107

Shares Voted: 1,825

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2024 (Non-Voting)	Mgmt			
<p><i>Voting Policy Rationale: This is a non-voting item.</i></p>					
2	Approve Allocation of Income and Dividends of EUR 0.95 per Share	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote FOR the allocation of income resolution is warranted due to a lack of concerns.</i></p>					
3.1	Approve Discharge of Management Board Member Bernhard Montag for Fiscal Year 2024	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted at this time.</i></p>					
3.2	Approve Discharge of Management Board Member Jochen Schmitz for Fiscal Year 2024	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted at this time.</i></p>					
3.3	Approve Discharge of Management Board Member Darleen Caron for Fiscal Year 2024	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted at this time.</i></p>					
3.4	Approve Discharge of Management Board Member Elisabeth Staudinger-Leibrecht for Fiscal Year 2024	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Votes FOR these proposals are warranted at this time.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.1	Approve Discharge of Supervisory Board Member Ralf Thomas for Fiscal Year 2024	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted at this time.</i>				
4.2	Approve Discharge of Supervisory Board Member Dorothea Simon (from April 18, 2024) for Fiscal Year 2024	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted at this time.</i>				
4.3	Approve Discharge of Supervisory Board Member Karl-Heinz Streibich for Fiscal Year 2024	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted at this time.</i>				
4.4	Approve Discharge of Supervisory Board Member Vanessa Barth (from April 18, 2024) for Fiscal Year 2024	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted at this time.</i>				
4.5	Approve Discharge of Supervisory Board Member Veronika Bienert (from April 18, 2024 until April 24, 2024) for Fiscal Year 2024	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted at this time.</i>				
4.6	Approve Discharge of Supervisory Board Member Harry Blunk (from April 18, 2024) for Fiscal Year 2024	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted at this time.</i>				
4.7	Approve Discharge of Supervisory Board Member Roland Busch for Fiscal Year 2024	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted at this time.</i>				
4.8	Approve Discharge of Supervisory Board Member Stephan Buettner (from April 18, 2024) for Fiscal Year 2024	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted at this time.</i>				
4.9	Approve Discharge of Supervisory Board Member Lars-Christian Dinglinger (from April 24, 2024) for Fiscal Year 2024	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted at this time.</i>				
4.10	Approve Discharge of Supervisory Board Member Andrea Fehrmann (from April 18, 2024) for Fiscal Year 2024	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted at this time.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.11	Approve Discharge of Supervisory Board Member Nick Heindl (from August 1, 2024) for Fiscal Year 2024	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted at this time.</i>				
4.12	Approve Discharge of Supervisory Board Member Marion Helmes for Fiscal Year 2024	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted at this time.</i>				
4.13	Approve Discharge of Supervisory Board Member Peter Koerte (from April 18, 2024 until April 24, 2024) for Fiscal Year 2024	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted at this time.</i>				
4.14	Approve Discharge of Supervisory Board Member Sarena Lin for Fiscal Year 2024	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted at this time.</i>				
4.15	Approve Discharge of Supervisory Board Member Axel Patze (from April 18, 2024) for Fiscal Year 2024	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted at this time.</i>				
4.16	Approve Discharge of Supervisory Board Member Astrid Ploss (from April 18, 2024) for Fiscal Year 2024	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted at this time.</i>				
4.17	Approve Discharge of Supervisory Board Member Jens Prietzel (from April 24, 2024 until July 31, 2024) for Fiscal Year 2024	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted at this time.</i>				
4.18	Approve Discharge of Supervisory Board Member Peer Schatz for Fiscal Year 2024	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted at this time.</i>				
4.19	Approve Discharge of Supervisory Board Member Nathalie von Siemens for Fiscal Year 2024	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted at this time.</i>				
4.20	Approve Discharge of Supervisory Board Member Harald Tretter (from April 18, 2024) for Fiscal Year 2024	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted at this time.</i>				

Siemens Healthineers AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.21	Approve Discharge of Supervisory Board Member Dow Wilson for Fiscal Year 2024	Mgmt	For	For	For
	<i>Voting Policy Rationale: Votes FOR these proposals are warranted at this time.</i>				
5.1	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2025	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR is warranted because no concerns were identified that would impact the suitability of the proposed auditor.</i>				
5.2	Ratify PricewaterhouseCoopers GmbH as Auditor for Sustainability Reporting for Fiscal Year 2025	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted because no concerns were identified.</i>				
6	Approve Remuneration Report	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this resolution is warranted because the company's remuneration practices are broadly in line with market practice and pay and performance appear reasonably aligned at this time. However, it is not without some concerns: * The CEO received a further target compensation increase and the supporting rationale is limited. * Pension contributions to the executives are considered high in the context of European market practice.</i>				
7	Approve Remuneration Policy	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted because: * The company proposes to substantially increase maximum annual compensation caps without providing a compelling rationale. * The derogation clause continues being broadly formulated and without specific limits. * The relative TSR vesting schedule under the LTI is not considered challenging, considering the possibility for below peer-median payouts. * Implied pension contributions appear high in the context of broader European practices.</i>				
8	Approve Affiliation Agreement with Khnoton I GmbH	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted due to a lack of concerns.</i>				

MARA Holdings, Inc.

Meeting Date: 02/19/2025 **Country:** USA **Ticker:** MARA
Record Date: 01/17/2025 **Meeting Type:** Special
Primary Security ID: 565788106

Shares Voted: 1,492

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Increase Authorized Common Stock	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that the proposed increase in the number of authorized shares of common stock is reasonable, and there are no substantial concerns about the company's past use of shares.</i>				
2	Adjourn Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted as Item 1 merits support.</i>				

Raymond James Financial, Inc.

Meeting Date: 02/20/2025

Country: USA

Ticker: RJF

Record Date: 12/18/2024

Meeting Type: Annual

Primary Security ID: 754730109

Shares Voted: 578

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Marlene Debel	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jeffrey (Jeff) Edwards, Benjamin Esty, Anne Gates, and Roderick (Rod) McGeary is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1b	Elect Director Jeffrey N. Edwards	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jeffrey (Jeff) Edwards, Benjamin Esty, Anne Gates, and Roderick (Rod) McGeary is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director Benjamin C. Esty	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jeffrey (Jeff) Edwards, Benjamin Esty, Anne Gates, and Roderick (Rod) McGeary is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Art A. Garcia	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jeffrey (Jeff) Edwards, Benjamin Esty, Anne Gates, and Roderick (Rod) McGeary is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director Anne Gates	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jeffrey (Jeff) Edwards, Benjamin Esty, Anne Gates, and Roderick (Rod) McGeary is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Gordon L. Johnson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jeffrey (Jeff) Edwards, Benjamin Esty, Anne Gates, and Roderick (Rod) McGeary is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director Raymond W. McDaniel, Jr.	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jeffrey (Jeff) Edwards, Benjamin Esty, Anne Gates, and Roderick (Rod) McGeary is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Roderick C. McGeary	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jeffrey (Jeff) Edwards, Benjamin Esty, Anne Gates, and Roderick (Rod) McGeary is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Cecily M. Mistarz	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jeffrey (Jeff) Edwards, Benjamin Esty, Anne Gates, and Roderick (Rod) McGeary is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Paul C. Reilly	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jeffrey (Jeff) Edwards, Benjamin Esty, Anne Gates, and Roderick (Rod) McGeary is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Raymond James Financial, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1k	Elect Director Raj Seshadri	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jeffrey (Jeff) Edwards, Benjamin Esty, Anne Gates, and Roderick (Rod) McGeary is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1l	Elect Director Paul M. Shoukry	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jeffrey (Jeff) Edwards, Benjamin Esty, Anne Gates, and Roderick (Rod) McGeary is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, with caution. Cash and equity incentive award values are ultimately discretionarily determined; many investors prefer an annual incentive program structure that emphasizes objective and transparent determinations. Nevertheless, pay and performance are reasonably aligned for the year in review. In addition, the majority of long-term incentives are earned based on clearly disclosed multi-year goals. The pay program warrants continued close monitoring and may be scrutinized further if pay and performance become misaligned in the future.</i>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 2.13 percent of the fees paid to the auditor are for non-audit purposes.</i>				

Ancor Plc

Meeting Date: 02/25/2025 **Country:** Jersey **Ticker:** AMCR
Record Date: 01/17/2025 **Meeting Type:** Extraordinary Shareholders
Primary Security ID: G0250X107

Shares Voted: 16,770

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Issue Shares in Connection with Merger	Mgmt	For	For	For
	<i>Voting Policy Rationale: Given the expected cost savings, the expected accretion to EPS, and the increase in scale of the combined company, support FOR the transaction is warranted.</i>				
2	Adjourn Meeting	Mgmt	For	For	For
	<i>Voting Policy Rationale: Support FOR this proposal is warranted, as the underlying transaction merits support.</i>				

Apple Inc.

Meeting Date: 02/25/2025 **Country:** USA **Ticker:** AAPL
Record Date: 01/02/2025 **Meeting Type:** Annual
Primary Security ID: 037833100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Wanda Austin	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1b	Elect Director Tim Cook	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1c	Elect Director Alex Gorsky	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1d	Elect Director Andrea Jung	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1e	Elect Director Art Levinson	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1f	Elect Director Monica Lozano	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1g	Elect Director Ron Sugar	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director Sue Wagner	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 14.68 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as pay and performance are reasonably aligned at this time. Although the target annual equity award for CEO Cook increased relatively significantly, the overall structure of CEO pay did not fundamentally change in FY24. Annual cash incentives continued to be based entirely on pre-set financial metrics with clearly disclosed targets and performance-based equity utilizes a multi-year performance period with relatively rigorous, forward-looking target goals clearly disclosed. Further, the company states that it has made no changes to the amount or structure of Cook's total target compensation in FY25.</i>				
4	Report on Ethical AI Data Acquisition and Usage	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as improved transparency would provide shareholders the ability to evaluate the benefits and risks associated with the company's use of external data in the development of its artificial intelligence (AI) projects.</i>				
5	Report on Child Safety Online	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted, as Apple has already provided an explanation for its decisions regarding its use of child sex abuse material (CSAM) identifying software.</i>				

Apple Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Consider Abolishing DEI Policies, Programs, Departments, and Goals	SH	Against	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. The company provides several disclosures that relate to diversity and inclusion, and these disclosures appear to provide sufficient information for shareholders to evaluate the programs and policies in question. In addition, the company clearly provides its non-discrimination policies, it clearly discusses the board and management's role in oversight of the associated risks, and there do not appear to be any controversies related to employee diversity initiatives discriminating against employee groups at the company specifically.</i></p>					
7	Report on Discrimination in Charitable Contributions	SH	Against	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. Absent self-dealing or gross negligence, management should be afforded discretion in determining the company's charitable giving strategy.</i></p>					

Charter Communications, Inc.

Meeting Date: 02/26/2025 **Country:** USA **Ticker:** CHTR
Record Date: 01/13/2025 **Meeting Type:** Special
Primary Security ID: 16119P108

Shares Voted: 890

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Merger Agreement	Mgmt	For	For	For
<p><i>Voting Policy Rationale: There is compelling logic underpinning the merger, as this is effectively a large-scale share buyback at a discount to net asset value. Moreover, the combined company will have a simplified capital structure, and uncertainty about the relationship and next steps between the parties will be removed, all of which could contribute to improved valuation and trading liquidity. As such, a vote FOR the transaction is warranted.</i></p>					
2	Issue Shares in Connection with Merger	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Support FOR this proposal is warranted, as support for the underlying transaction is warranted.</i></p>					
3	Adjourn Meeting	Mgmt	For	For	For
<p><i>Voting Policy Rationale: Support FOR this proposal is warranted, as support for the underlying transaction is warranted.</i></p>					

Deere & Company

Meeting Date: 02/26/2025 **Country:** USA **Ticker:** DE
Record Date: 12/30/2024 **Meeting Type:** Annual
Primary Security ID: 244199105

Shares Voted: 3,049

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Leanne G. Caret	Mgmt	For	For	For
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sherry Smith, Tamra (Tami) Erwin, Michael Johanns and Sheila Talton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1b	Elect Director Tamra A. Erwin	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sherry Smith, Tamra (Tami) Erwin, Michael Johanns and Sheila Talton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1c	Elect Director R. Preston Feight	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sherry Smith, Tamra (Tami) Erwin, Michael Johanns and Sheila Talton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1d	Elect Director Alan C. Heuberger	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sherry Smith, Tamra (Tami) Erwin, Michael Johanns and Sheila Talton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1e	Elect Director L. Neil Hunn	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sherry Smith, Tamra (Tami) Erwin, Michael Johanns and Sheila Talton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1f	Elect Director Michael O. Johanns	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sherry Smith, Tamra (Tami) Erwin, Michael Johanns and Sheila Talton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1g	Elect Director John C. May	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sherry Smith, Tamra (Tami) Erwin, Michael Johanns and Sheila Talton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1h	Elect Director Gregory R. Page	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sherry Smith, Tamra (Tami) Erwin, Michael Johanns and Sheila Talton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1i	Elect Director Sherry M. Smith	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sherry Smith, Tamra (Tami) Erwin, Michael Johanns and Sheila Talton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1j	Elect Director Dmitri L. Stockton	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sherry Smith, Tamra (Tami) Erwin, Michael Johanns and Sheila Talton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1k	Elect Director Sheila G. Talton	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Sherry Smith, Tamra (Tami) Erwin, Michael Johanns and Sheila Talton is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * The majority of equity awards to the CEO are not tied to performance-contingent pay elements; * High CEO pay relative to company performance compared to the company's peers; and * High CEO pay in relation to company peer group CEO median pay levels.</i>				

Deere & Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR this item is warranted because less than one percent of the fees paid to the auditor are for non-audit purposes.</i>					
4	Report on Statistical Differences in Hiring Across Race and Gender	SH	Against	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted. The proponent's suggestion that a company's attempts to increase diversity in its workforce will harm productivity and innovation stands in contrast to the principles of nondiscriminatory treatment embedded in the SRI policy.</i>					
5	Report on Effectiveness of Efforts to Create a Meritocratic Workplace	SH	Against	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as disclosing the requested report would allow shareholders to better assess the company's efforts on creating a meritocratic workplace.</i>					
6	Establish a Board Committee on Corporate Financial Sustainability	SH	Against	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. Absent clear governance failures, the board is generally given latitude to determine its committee structure.</i>					
7	Report on a Civil Rights Audit	SH	Against	For	For
<i>Voting Policy Rationale: A vote FOR this proposal is warranted as such disclosure would allow shareholders to better assess the effectiveness of the company's anti-discrimination policies and practices.</i>					
8	Report on Discrimination in Charitable Contributions	SH	Against	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. Absent self-dealing or gross negligence, management should be afforded discretion in determining the company's charitable giving strategy.</i>					

Hologic Inc.

Meeting Date: 02/26/2025 **Country:** USA **Ticker:** HOLX
Record Date: 01/06/2025 **Meeting Type:** Annual
Primary Security ID: 436440101

Shares Voted: 4,648

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Stephen P. MacMillan	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
1b	Elect Director Charles J. Dockendorff	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					
1c	Elect Director Ludwig N. Hantson	Mgmt	For	For	For
<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>					

Hologic Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1d	Elect Director Martin Madaus	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1e	Elect Director Nanaz Mohtashami	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1f	Elect Director Christiana Stamoulis	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1g	Elect Director Stacey D. Stewart	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1h	Elect Director Amy M. Wendell	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: * The majority of equity awards to the CEO are not tied to performance-contingent pay elements; * Excessive differentials between CEO pay and the pay of other named executive officers at the firm; and * High CEO pay in relation to company peer group CEO median pay levels.</i>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 17.09 percent of the fees paid to the auditor are for non-audit purposes.</i>				
4	Adopt Simple Majority Vote	SH	None	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted given that the elimination of the supermajority requirements would improve shareholder rights.</i>				

Tetra Tech, Inc.

Meeting Date: 02/27/2025

Country: USA

Ticker: TTEK

Record Date: 01/02/2025

Meeting Type: Annual

Primary Security ID: 88162G103

Shares Voted: 3,434

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1A	Elect Director Dan L. Batrack	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1B	Elect Director Gary R. Birkenbeuel	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1C	Elect Director John M. Douglas	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				

Tetra Tech, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1D	Elect Director Prashant Gandhi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1E	Elect Director Christiana Obiaya	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1F	Elect Director Kimberly E. Ritrievi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
1G	Elect Director Kirsten M. Volpi	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR the director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: Although a concern is noted, a vote FOR this proposal is warranted as pay and performance are reasonably aligned at this time.</i>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 1.70 percent of the fees paid to the auditor are for non-audit purposes.</i>				

AECOM

Meeting Date: 02/28/2025 **Country:** USA **Ticker:** ACM
Record Date: 01/06/2025 **Meeting Type:** Annual
Primary Security ID: 00766T100

Shares Voted: 19,144

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Bradley W. Buss	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Bradley (Brad) Buss, Alexander (Sander) van't Noordende, and Janet Wolfenbarger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.2	Elect Director Derek J. Kerr	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Bradley (Brad) Buss, Alexander (Sander) van't Noordende, and Janet Wolfenbarger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.3	Elect Director Kristy Pipes	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Bradley (Brad) Buss, Alexander (Sander) van't Noordende, and Janet Wolfenbarger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.4	Elect Director Troy Rudd	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Bradley (Brad) Buss, Alexander (Sander) van't Noordende, and Janet Wolfenbarger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.5	Elect Director Douglas W. Stotlar	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Bradley (Brad) Buss, Alexander (Sander) van't Noordende, and Janet Wolfenbarger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.6	Elect Director Daniel R. Tishman	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Bradley (Brad) Buss, Alexander (Sander) van't Noordende, and Janet Wolfenbarger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.7	Elect Director Sander van't Noordende	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Bradley (Brad) Buss, Alexander (Sander) van't Noordende, and Janet Wolfenbarger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.8	Elect Director Janet C. Wolfenbarger	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Bradley (Brad) Buss, Alexander (Sander) van't Noordende, and Janet Wolfenbarger is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this item is warranted because only 12.50 percent of the fees paid to the auditor are for non-audit purposes.</i>				
3	Amend Certificate of Incorporation to Update the Exculpation Provision Under the Delaware General Corporation Law	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the exculpation provision permitted by Delaware law is considered to reasonably balance shareholders' interest in officer accountability with their interest in attracting and retaining qualified officers to serve the company.</i>				
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	<i>Voting Policy Rationale: A vote FOR this proposal is warranted as pay and performance are reasonably aligned and no significant concerns were identified at this time.</i>				
5	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. The company has a policy that limits cash severance to a reasonable basis, absent shareholder approval, and no significant concerns are identified with respect to equity award treatment.</i>				

Banco BPM SpA

Meeting Date: 02/28/2025

Country: Italy

Ticker: BAMI

Record Date: 02/19/2025

Meeting Type: Ordinary Shareholders

Primary Security ID: T1708N101

Banco BPM SpA

Shares Voted: 35,481

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Ordinary Business Authorizations Related to the Voluntary Tender Offer Launched by Banco BPM Vita	Mgmt	For	For	For
<i>Voting Policy Rationale: This item warrants a vote FOR because the underlying transaction is supported by a valid rationale. This is not without highlighting that: * This EGM has been called with a notice period of only 15 days. Furthermore, full information on the tender offer has yet to be published at this stage. * Part of the expected benefits hinges on confirmation of the applicability of the so-called Danish Compromise. * This happens against the backdrop of UniCredit's hostile approach. However, UniCredit's nil premium bid does not raise concerns at this point that facilitating the Anima deal would potentially block an attractive offer for Banco BPM. Moreover, the overall additional disbursement of approx. EUR 200 million is unlikely to prevent future adjustments to UniCredit's offer.</i>					

DiaSorin SpA

Meeting Date: 02/28/2025

Country: Italy

Ticker: DIA

Record Date: 02/19/2025

Meeting Type: Extraordinary Shareholders

Primary Security ID: T3475Y104

Shares Voted: 165

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Extraordinary Business Allow Additional Voting Rights for Shares with Double Voting Rights	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST the proposed strengthening of the increased voting rights mechanism is warranted because it would tend to entrench management or give undue influence to some shareholders at the expense of others.</i>					

CleanSpark, Inc.

Meeting Date: 03/03/2025

Country: USA

Ticker: CLSK

Record Date: 01/09/2025

Meeting Type: Annual

Primary Security ID: 18452B209

Shares Voted: 1,026

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.01	Elect Director Zachary K. Bradford	Mgmt	For	For	For
1.02	Elect Director S. Matthew Schultz	Mgmt	For	For	For

CleanSpark, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.03	Elect Director Larry McNeill	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Larry McNeill, Roger Beynon, Amanda Cavaleri and Thomas Wood for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.04	Elect Director Thomas L. Wood	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Larry McNeill, Roger Beynon, Amanda Cavaleri and Thomas Wood for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.05	Elect Director Roger P. Beynon	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Larry McNeill, Roger Beynon, Amanda Cavaleri and Thomas Wood for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
1.06	Elect Director Amanda Cavaleri	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members Larry McNeill, Roger Beynon, Amanda Cavaleri and Thomas Wood for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted. Total pay for the CEO and executive chairman remains outsized amid poor long-term stock performance. The compensation program lacks disclosure of any pre-set performance metrics, with the CEO and executive chairman receiving excessive bonus payouts that appear to be entirely discretionary in nature. Moreover, long-term incentives were entirely time-vesting, with a significant portion of FY24 awards vesting immediately upon grant.</i>				
3	Ratify BDO USA, P.C. as Auditors	Mgmt	For	For	For

Nordson Corporation

Meeting Date: 03/04/2025 **Country:** USA **Ticker:** NDSN
Record Date: 01/03/2025 **Meeting Type:** Annual
Primary Security ID: 655663102

Shares Voted: 1,097

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Annette K. Clayton	Mgmt	For	For	For
1.2	Elect Director John A. DeFord	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members John DeFord and Jennifer Parmentier for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
1.3	Elect Director Jennifer A. Parmentier	Mgmt	For	Withhold	Withhold
	<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members John DeFord and Jennifer Parmentier for lack of diversity on the board. Votes FOR the remaining director nominees are warranted.</i>				
1.4	Elect Director Victor L. Richey, Jr.	Mgmt	For	For	For

Nordson Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Fair Isaac Corporation

Meeting Date: 03/05/2025 **Country:** USA **Ticker:** FICO
Record Date: 01/06/2025 **Meeting Type:** Annual
Primary Security ID: 303250104

Shares Voted: 223

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Braden R. Kelly	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Braden Kelly, Joanna Rees, and David Rey is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1b	Elect Director Fabiola R. Arredondo	Mgmt	For	For	For
1c	Elect Director William J. Lansing	Mgmt	For	For	For
1d	Elect Director Eva Manolis	Mgmt	For	For	For
1e	Elect Director Marc F. McMorris	Mgmt	For	For	For
1f	Elect Director Joanna Rees	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Braden Kelly, Joanna Rees, and David Rey is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1g	Elect Director David A. Rey	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Braden Kelly, Joanna Rees, and David Rey is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1h	Elect Director H. Tayloe Stansbury	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For

Kone Oyj

Meeting Date: 03/05/2025 **Country:** Finland **Ticker:** KNEBV
Record Date: 02/21/2025 **Meeting Type:** Annual
Primary Security ID: X4551T105

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Open Meeting	Mgmt			
2	Call the Meeting to Order	Mgmt			
3	Designate Inspector or Shareholder Representative(s) of Minutes of Meeting	Mgmt			
4	Acknowledge Proper Convening of Meeting	Mgmt			
5	Prepare and Approve List of Shareholders	Mgmt			
6	Receive Financial Statements and Statutory Reports	Mgmt			
7	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
8	Approve Allocation of Income and Dividends of EUR 1.7975 per Class A Share and EUR 1.80 per Class B Share	Mgmt	For	For	For
9	Approve Discharge of Board and President	Mgmt	For	For	For
10	Approve Remuneration Report (Advisory Vote)	Mgmt	For	For	For
11	Approve Remuneration of Directors in the Amount of EUR 220,000 for Chair, EUR 125,000 for Vice Chair and EUR 110,000 for Other Directors	Mgmt	For	For	For
12	Fix Number of Directors at Nine	Mgmt	For	For	For
13.a	Elect Banmali Agrawala as New Director	Mgmt	For	For	For
13.b	Reelect Matti Alahuhta as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Antti Herlin, Matti Alahuhta, Susan Duinhoven and Jussi Herlin is warranted for lack of diversity on the board. A vote AGAINST Jussi Herlin is warranted because of his presence on both the audit and the remuneration committees. A vote AGAINST Antti Herlin and Matti Alahuhta is also warranted due to their non-independent status on the remuneration committee with insufficient level of overall independence. A vote AGAINST Antti Herlin is further warranted as the company maintains a share structure with unequal voting rights. A vote FOR the remaining director nominees is warranted.</i></p>					
13.c	Reelect Susan Duinhoven as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Antti Herlin, Matti Alahuhta, Susan Duinhoven and Jussi Herlin is warranted for lack of diversity on the board. A vote AGAINST Jussi Herlin is warranted because of his presence on both the audit and the remuneration committees. A vote AGAINST Antti Herlin and Matti Alahuhta is also warranted due to their non-independent status on the remuneration committee with insufficient level of overall independence. A vote AGAINST Antti Herlin is further warranted as the company maintains a share structure with unequal voting rights. A vote FOR the remaining director nominees is warranted.</i></p>					
13.d	Reelect Marika Fredriksson as Director	Mgmt	For	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
13.e	Reelect Antti Herlin as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Antti Herlin, Matti Alahuhta, Susan Duinhoven and Jussi Herlin is warranted for lack of diversity on the board. A vote AGAINST Jussi Herlin is warranted because of his presence on both the audit and the remuneration committees. A vote AGAINST Antti Herlin and Matti Alahuhta is also warranted due to their non-independent status on the remuneration committee with insufficient level of overall independence. A vote AGAINST Antti Herlin is further warranted as the company maintains a share structure with unequal voting rights. A vote FOR the remaining director nominees is warranted.</i></p>					
13.f	Reelect Iris Herlin as Director	Mgmt	For	For	For
13.g	Reelect Jussi Herlin as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Antti Herlin, Matti Alahuhta, Susan Duinhoven and Jussi Herlin is warranted for lack of diversity on the board. A vote AGAINST Jussi Herlin is warranted because of his presence on both the audit and the remuneration committees. A vote AGAINST Antti Herlin and Matti Alahuhta is also warranted due to their non-independent status on the remuneration committee with insufficient level of overall independence. A vote AGAINST Antti Herlin is further warranted as the company maintains a share structure with unequal voting rights. A vote FOR the remaining director nominees is warranted.</i></p>					
13.h	Reelect Timo Ihamuotila as Director	Mgmt	For	For	For
13.i	Reelect Krishna Mikkilineni as Director	Mgmt	For	For	For
14	Approve Remuneration of Auditors	Mgmt	For	For	For
15	Fix Number of Auditors at One	Mgmt	For	For	For
16	Ratify Ernst & Young as Auditors	Mgmt	For	For	For
17	Approve Remuneration of Auditor for Sustainability Reporting	Mgmt	For	For	For
18	Appoint Ernst & Young as Auditor for Sustainability Reporting	Mgmt	For	For	For
19	Authorize Share Repurchase Program	Mgmt	For	For	For
20	Approve Issuance of Shares and Options without Preemptive Rights	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this issuance authorization is warranted because it explicitly includes the possibility to issue additional super voting shares.</i></p>					
21	Close Meeting	Mgmt			

Kulicke and Soffa Industries, Inc.

Meeting Date: 03/05/2025

Country: USA

Ticker: KLIC

Record Date: 12/09/2024

Meeting Type: Annual

Primary Security ID: 501242101

Kulicke and Soffa Industries, Inc.

Shares Voted: 325

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Denise M. Dignam	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee member Denise Dignam for lack of diversity on the board.</i></p>					
2	Amend Omnibus Stock Plan	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Ringjobing Landbobank A/S

Meeting Date: 03/05/2025

Country: Denmark

Ticker: RILBA

Record Date: 02/26/2025

Meeting Type: Annual

Primary Security ID: K81980144

Shares Voted: 274

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Chair of Meeting	Mgmt			
2	Approve Report of Board	Mgmt	For	For	For
3	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
4	Approve Allocation of Income	Mgmt	For	For	For
5	Approve Remuneration Report (Advisory Vote)	Mgmt	For	For	For
6	Approve Remuneration of Directors	Mgmt	For	For	For
7	Approve Remuneration Policy	Mgmt	For	For	For
8.a	Reelect Mette Bundgaard as Member of Committee of Representatives	Mgmt	For	For	For
8.b	Reelect Per Lykkegaard Christensen as Member of Committee of Representatives	Mgmt	For	For	For
8.c	Reelect Ole Kirkegard Erlandsen as Member of Committee of Representatives	Mgmt	For	For	For
8.d	Reelect Thomas Sindberg Hansen as Member of Committee of Representatives	Mgmt	For	For	For

Ringkjobing Landbobank A/S

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8.e	Reelect Tonny Hansen as Member of Committee of Representatives	Mgmt	For	For	For
8.f	Reelect Kim Jacobsen as Member of Committee of Representatives	Mgmt	For	For	For
8.g	Reelect Morten Jensen as Member of Committee of Representatives	Mgmt	For	For	For
8.h	Reelect Kasper Lykke Kjeldsen as Member of Committee of Representatives	Mgmt	For	For	For
8.i	Reelect Lotte Littau Kjaergaard as Member of Committee of Representatives	Mgmt	For	For	For
8.j	Reelect Niels Erik Burgdorf Madsen as Member of Committee of Representatives	Mgmt	For	For	For
8.k	Reelect Martin Krogh Pedersen as Member of Committee of Representatives	Mgmt	For	For	For
8.l	Reelect Poul Kjaer Poulsgaard as Member of Committee of Representatives	Mgmt	For	For	For
8.m	Reelect Kristian Skannerup as Member of Committee of Representatives	Mgmt	For	For	For
8.n	Reelect Allan Ostergaard Sorensen as Member of Committee of Representatives	Mgmt	For	For	For
8.o	Reelect Jorgen Kolle Sorensen as Member of Committee of Representatives	Mgmt	For	For	For
8.p	Reelect Sten Uggerhoj as Member of Committee of Representatives	Mgmt	For	For	For
8.q	Reelect Lasse Svoldgaard Vesterby as Member of Committee of Representatives	Mgmt	For	For	For
8.r	Reelect Christina Orskov as Member of Committee of Representatives	Mgmt	For	For	For
8.s	Elect Rasmus Alstrup as Member of Committee of Representatives	Mgmt	For	For	For
8.t	Elect Rikke Ahnfeldt Kjaer as Member of Committee of Representatives	Mgmt	For	For	For
8.u	Elect Pia Stevnhøj Sommer as Member of Committee of Representatives	Mgmt	For	For	For
9	Ratify PricewaterhouseCoopers as Auditors	Mgmt	For	For	For

Ringjobing Landbobank A/S

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10	Authorize Share Repurchase Program	Mgmt	For	For	For
11.a	Approve Creation of DKK 5.3 Million Pool of Capital with Preemptive Rights; Approve Creation of DKK 2.7 Million Pool of Capital without Preemptive Rights	Mgmt	For	For	For
11.b	Approve DKK 1.3 Million Reduction in Share Capital via Share Cancellation	Mgmt	For	For	For
11.c	Authorize Editorial Changes to Adopted Resolutions in Connection with Registration with Danish Authorities	Mgmt	For	For	For
	Shareholder Proposals Submitted by Poul Aksel Andersen, Hobro	Mgmt			
11.d	Approve Proposal Concerning the Composition of the Shareholders' Committee	SH	Against	Against	Against

Applied Materials, Inc.

Meeting Date: 03/06/2025

Country: USA

Ticker: AMAT

Record Date: 01/08/2025

Meeting Type: Annual

Primary Security ID: 038222105

Shares Voted: 8,531

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Rani Borkar	Mgmt	For	For	For
1b	Elect Director Judy Bruner	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Judy Bruner, Alexander Karsner, Kevin March and Yvonne McGill is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1c	Elect Director Xun (Eric) Chen	Mgmt	For	For	For
1d	Elect Director Aart J. de Geus	Mgmt	For	For	For
1e	Elect Director Gary E. Dickerson	Mgmt	For	For	For
1f	Elect Director Thomas J. Iannotti	Mgmt	For	For	For
1g	Elect Director Alexander A. Karsner	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Judy Bruner, Alexander Karsner, Kevin March and Yvonne McGill is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					

Applied Materials, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1h	Elect Director Kevin P. March	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Judy Bruner, Alexander Karsner, Kevin March and Yvonne McGill is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1i	Elect Director Yvonne McGill	Mgmt	For	Against	Against
<i>Voting Policy Rationale: Votes AGAINST Thomas Iannotti and Alexander Karsner are warranted for serving as non-independent members of a key board committee. A vote FOR the remaining director nominees is warranted.</i>					
1j	Elect Director Scott A. McGregor	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

BANK POLSKA KASA OPIEKI SA

Meeting Date: 03/06/2025

Country: Poland

Ticker: PEO

Record Date: 02/18/2025

Meeting Type: Special

Primary Security ID: X0R77T117

Shares Voted: 3,854

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Management Proposals	Mgmt			
1	Open Meeting	Mgmt			
2	Elect Meeting Chairman	Mgmt	For	For	For
3	Acknowledge Proper Convening of Meeting	Mgmt			
4	Approve Agenda of Meeting	Mgmt	For	For	For
	Shareholder Proposals Submitted by PFR SA and PZU SA	Mgmt			
5.1	Recall Supervisory Board Member	SH	None	Against	Against
<i>Voting Policy Rationale: Votes AGAINST the shareholder proposals are warranted because: - The proponents have failed to disclose the name of the director to be recalled and the name of the nominee to be elected; - The shareholders have not provided any sound justification behind the proposed changes to the supervisory board composition.</i>					
5.2	Elect Supervisory Board Member	SH	None	Against	Against
<i>Voting Policy Rationale: Votes AGAINST the shareholder proposals are warranted because: - The proponents have failed to disclose the name of the director to be recalled and the name of the nominee to be elected; - The shareholders have not provided any sound justification behind the proposed changes to the supervisory board composition.</i>					

BANK POLSKA KASA OPIEKI SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Approve Collective Suitability Assessment of Supervisory Board Members	SH	None	Against	Against
<i>Voting Policy Rationale: Votes AGAINST the shareholder proposals are warranted because: - The proponents have failed to disclose the name of the director to be recalled and the name of the nominee to be elected; - The shareholders have not provided any sound justification behind the proposed changes to the supervisory board composition.</i>					
7	Approve Decision on Covering Costs of Convocation of EGM	SH	None	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this item is warranted following the negative vote recommendations for Items 5.1, 5.2, and 6.</i>					
8	Close Meeting	Mgmt			

Cencora, Inc.

Meeting Date: 03/06/2025 **Country:** USA **Ticker:** COR
Record Date: 01/10/2025 **Meeting Type:** Annual
Primary Security ID: 03073E105

Shares Voted: 550

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Ornella Barra	Mgmt	For	For	For
1b	Elect Director Werner Baumann	Mgmt	For	For	For
1c	Elect Director Frank K. Clyburn	Mgmt	For	For	For
1d	Elect Director Steven H. Collis	Mgmt	For	For	For
1e	Elect Director D. Mark Durcan	Mgmt	For	For	For
1f	Elect Director Lon R. Greenberg	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lon Greenberg, Redonda Miller and Lauren Tyler is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1g	Elect Director Lorence H. Kim	Mgmt	For	For	For
1h	Elect Director Robert P. Mauch	Mgmt	For	For	For
1i	Elect Director Redonda G. Miller	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lon Greenberg, Redonda Miller and Lauren Tyler is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1j	Elect Director Dennis M. Nally	Mgmt	For	For	For
1k	Elect Director Lauren M. Tyler	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Lon Greenberg, Redonda Miller and Lauren Tyler is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Cencora, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

Demant A/S

Meeting Date: 03/06/2025 **Country:** Denmark **Ticker:** DEMANT
Record Date: 02/27/2025 **Meeting Type:** Annual
Primary Security ID: K3008M105

Shares Voted: 613

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Report of Board	Mgmt			
2	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
3	Approve Allocation of Income and Omission of Dividends	Mgmt	For	For	For
4	Approve Remuneration Report (Advisory Vote)	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this item is warranted due to the annual performance periods under the company's long-term incentive plan, and because one-third of LTIP awards have no performance conditions attached to them.</i>					
5	Approve Remuneration of Directors; Approve Remuneration for Committee Work	Mgmt	For	For	For
6.a	Reelect Niels B. Christiansen as Director	Mgmt	For	Abstain	Abstain
<i>Voting Policy Rationale: A vote FOR candidates Katrin Pucknat, Sisse Fjelsted Rasmussen and Kristian Villumsen (Items 6.c, 6.d and 6.e) is warranted due to a lack of concern regarding the suitability of these individuals in particular. Remuneration Committee A vote ABSTAIN for candidates Niels Christiansen and Niels Jacobsen (Items 6.a and 6.b) is warranted due to their non-independent status on the remuneration committee combined with an insufficient level of overall independence on the committee.</i>					
6.b	Reelect Niels Jacobsen as Director	Mgmt	For	Abstain	Abstain
<i>Voting Policy Rationale: A vote FOR candidates Katrin Pucknat, Sisse Fjelsted Rasmussen and Kristian Villumsen (Items 6.c, 6.d and 6.e) is warranted due to a lack of concern regarding the suitability of these individuals in particular. Remuneration Committee A vote ABSTAIN for candidates Niels Christiansen and Niels Jacobsen (Items 6.a and 6.b) is warranted due to their non-independent status on the remuneration committee combined with an insufficient level of overall independence on the committee.</i>					
6.c	Reelect Sisse Fjelsted Rasmussen as Director	Mgmt	For	For	For
6.d	Reelect Kristian Villumsen as Director	Mgmt	For	For	For
6.e	Elect Katrin Pucknat as New Director	Mgmt	For	For	For
7	Ratify PricewaterhouseCoopers as Auditors	Mgmt	For	For	For
8.a	Approve DKK 1.5 Million Reduction in Share Capital	Mgmt	For	For	For

Demant A/S

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8.b	Authorize Share Repurchase Program	Mgmt	For	For	For
8.c	Authorize Editorial Changes to Adopted Resolutions in Connection with Registration with Danish Authorities	Mgmt	For	For	For
9	Other Business	Mgmt			

MACOM Technology Solutions Holdings, Inc.

Meeting Date: 03/06/2025 **Country:** USA **Ticker:** MTSI
Record Date: 01/13/2025 **Meeting Type:** Annual
Primary Security ID: 55405Y100

Shares Voted: 236

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Peter Chung	Mgmt	For	For	For
1.2	Elect Director Geoffrey Ribar	Mgmt	For	For	For
1.3	Elect Director John Ritchie	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members John Ritchie, Jihye Rosenband, and Murugesan (Raj) Shanmugaraj for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.4	Elect Director Jihye Whang Rosenband	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members John Ritchie, Jihye Rosenband, and Murugesan (Raj) Shanmugaraj for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1.5	Elect Director Murugesan "Raj" Shanmugaraj	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: WITHHOLD votes are warranted for incumbent nominating committee members John Ritchie, Jihye Rosenband, and Murugesan (Raj) Shanmugaraj for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: - The company has not disclosed any short- and long-term E&S performance incentives; and - The company provides for excise tax gross-up provision in agreements.</i>					
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For

LONGi Green Energy Technology Co., Ltd.

Meeting Date: 03/07/2025

Country: China

Ticker: 601012

Record Date: 02/28/2025

Meeting Type: Special

Primary Security ID: Y9727F102

Shares Voted: 56,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Downward Adjustment of Conversion Price	Mgmt	For	Against	Against

Voting Policy Rationale: A vote AGAINST is warranted because the fairness of the proposal is questionable.

Novartis AG

Meeting Date: 03/07/2025

Country: Switzerland

Ticker: NOVN

Record Date:

Meeting Type: Annual

Primary Security ID: H5820Q150

Shares Voted: 26,488

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
1.2	Approve Non-Financial Report	Mgmt	For	For	For
2	Approve Discharge of Board and Senior Management	Mgmt	For	For	For
3	Approve Allocation of Income and Dividends of CHF 3.50 per Share	Mgmt	For	For	For
4	Approve CHF 38 Million Reduction in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For
5	Authorize Repurchase of up to CHF 10 Billion in Issued Share Capital	Mgmt	For	For	For
6	Approve Virtual-Only Shareholder Meetings	Mgmt	For	For	For
7.1	Approve Remuneration of Directors in the Amount of CHF 8.2 Million	Mgmt	For	For	For
7.2	Approve Remuneration of Executive Committee in the Amount of CHF 95 Million	Mgmt	For	For	For
7.3	Approve Remuneration Report	Mgmt	For	For	For
8.1	Elect Giovanni Caforio as Director and Board Chair	Mgmt	For	For	For
8.2	Reelect Nancy Andrews as Director	Mgmt	For	For	For

Novartis AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8.3	Reelect Ton Buechner as Director	Mgmt	For	For	For
8.4	Reelect Patrice Bula as Director	Mgmt	For	For	For
8.5	Reelect Elizabeth Doherty as Director	Mgmt	For	For	For
8.6	Reelect Bridgette Heller as Director	Mgmt	For	For	For
8.7	Reelect Daniel Hochstrasser as Director	Mgmt	For	For	For
8.8	Reelect Frans van Houten as Director	Mgmt	For	For	For
8.9	Reelect Simon Moroney as Director	Mgmt	For	For	For
8.10	Reelect Ana de Pro Gonzalo as Director	Mgmt	For	For	For
8.11	Reelect John Young as Director	Mgmt	For	For	For
8.12	Elect Elizabeth McNally as Director	Mgmt	For	For	For
9.1	Reappoint Patrice Bula as Member of the Compensation Committee	Mgmt	For	For	For
9.2	Reappoint Bridgette Heller as Member of the Compensation Committee	Mgmt	For	For	For
9.3	Reappoint Simon Moroney as Member of the Compensation Committee	Mgmt	For	For	For
9.4	Appoint John Young as Member of the Compensation Committee	Mgmt	For	For	For
10	Ratify KPMG AG as Auditors	Mgmt	For	For	For
11	Designate Peter Zahn as Independent Proxy	Mgmt	For	For	For
12	Transact Other Business (Voting)	Mgmt	For	Against	Against

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

Sanmina Corporation

Meeting Date: 03/10/2025

Country: USA

Ticker: SANM

Record Date: 01/17/2025

Meeting Type: Annual

Primary Security ID: 801056102

Sanmina Corporation

Shares Voted: 232

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Jure Sola	Mgmt	For	For	For
1b	Elect Director Susan K. Barnes	Mgmt	For	For	For
1c	Elect Director David V. Hedley, III	Mgmt	For	For	For
1d	Elect Director Susan A. Johnson	Mgmt	For	For	For
1e	Elect Director Joseph G. Licata, Jr.	Mgmt	For	For	For
1f	Elect Director Krish Prabhu	Mgmt	For	For	For
1g	Elect Director Mythili Sankaran	Mgmt	For	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
5	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For	For

Voting Policy Rationale: A vote FOR this proposal is warranted, as a lower ownership threshold would enhance shareholders' ability to make use of the right, and the likelihood of abuse is small.

Toll Brothers, Inc.

Meeting Date: 03/11/2025

Country: USA

Ticker: TOL

Record Date: 01/17/2025

Meeting Type: Annual

Primary Security ID: 889478103

Shares Voted: 2,354

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Douglas C. Yearley, Jr.	Mgmt	For	For	For
1.2	Elect Director Stephen F. East	Mgmt	For	For	For
1.3	Elect Director Christine N. Garvey	Mgmt	For	For	For
1.4	Elect Director Karen H. Grimes	Mgmt	For	Against	Against
1.5	Elect Director Derek T. Kan	Mgmt	For	For	For

Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Scott Stowell, Karen Grimes, John McLean, Wendell Pritchett and Paul Shapiro is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.

Toll Brothers, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.6	Elect Director John A. McLean	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Scott Stowell, Karen Grimes, John McLean, Wendell Pritchett and Paul Shapiro is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.7	Elect Director Wendell E. Pritchett	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Scott Stowell, Karen Grimes, John McLean, Wendell Pritchett and Paul Shapiro is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.8	Elect Director Judith A. Reinsdorf	Mgmt	For	For	For
1.9	Elect Director Katherine M. Sandstrom	Mgmt	For	For	For
1.10	Elect Director Paul E. Shapiro	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Scott Stowell, Karen Grimes, John McLean, Wendell Pritchett and Paul Shapiro is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.11	Elect Director Scott D. Stowell	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Scott Stowell, Karen Grimes, John McLean, Wendell Pritchett and Paul Shapiro is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Eliminate Supermajority Vote Requirement to Remove Directors	Mgmt	For	For	For

Analog Devices, Inc.

Meeting Date: 03/12/2025

Country: USA

Ticker: ADI

Record Date: 01/03/2025

Meeting Type: Annual

Primary Security ID: 032654105

Shares Voted: 7,735

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Vincent Roche	Mgmt	For	For	For
1b	Elect Director Stephen M. Jennings	Mgmt	For	For	For
1c	Elect Director Andre Andonian	Mgmt	For	For	For
1d	Elect Director Edward H. Frank	Mgmt	For	For	For
1e	Elect Director Laurie H. Glimcher	Mgmt	For	For	For

Analog Devices, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1f	Elect Director Karen M. Golz	Mgmt	For	For	For
1g	Elect Director Peter B. Henry	Mgmt	For	For	For
1h	Elect Director Mercedes Johnson	Mgmt	For	For	For
1i	Elect Director Ray Stata	Mgmt	For	For	For
1j	Elect Director Andrea F. Wainer	Mgmt	For	For	For
1k	Elect Director Susie Wee	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
4	Reduce Certain Supermajority Vote Requirement	Mgmt	For	For	For

Genmab A/S

Meeting Date: 03/12/2025

Country: Denmark

Ticker: GMAB

Record Date: 03/05/2025

Meeting Type: Annual

Primary Security ID: K3967W102

Shares Voted: 437

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

Genmab A/S

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Ratify Deloitte as Auditors	Mgmt	For	For	For
7.a	Approve Guidelines for Incentive-Based Compensation for Executive Management and Board	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this item is warranted because: - The maximum limit for sign-on bonus and LTIPs remain excessive and not aligned with European pay practices. Nevertheless, some positive features are noted: - The company provides shareholders with very good disclosure and transparency into their pay practices, including explanatory rationales. - The amendment to extent the shareholding requirement to executives.</i></p>					
7.b	Approve Remuneration of Directors in the Amount of DKK 1.2 Million for Chairman, DKK 900,000 for Vice Chairman, and DKK 600,000 for Other Directors; Approve Remuneration for Committee Work	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this item is warranted, as the proposed fees are considered excessive in relation to peers.</i></p>					
7.c	Approve DKK 2.08 Million Reduction in Share Capital via Share Cancellation	Mgmt	For	For	For
7.d	Authorize Share Repurchase Program	Mgmt	For	For	For
7.e	Approve Equity Plan Financing Through Issuance of Warrants up to a Nominal Value of DKK 750,000	Mgmt	For	For	For
8	Authorize Editorial Changes to Adopted Resolutions in Connection with Registration with Danish Authorities	Mgmt	For	For	For
9	Other Business	Mgmt			

GN Store Nord A/S

Meeting Date: 03/12/2025 **Country:** Denmark **Ticker:** GN
Record Date: 03/05/2025 **Meeting Type:** Annual
Primary Security ID: K4001S214

Shares Voted: 811

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Report of Board	Mgmt			
2	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
3	Approve Discharge of Management and Board	Mgmt	For	For	For
4	Approve Allocation of Income and Omission of Dividend	Mgmt	For	For	For

GN Store Nord A/S

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Approve Remuneration Report (Advisory Vote)	Mgmt	For	For	For
6	Approve Remuneration of Directors in the Amount of DKK 1.6 Million for Chair, DKK 1.09 Million for Vice Chair and DKK 545,000 for Other Members; Approve Remuneration for Committee Work; Approve Meeting Fees	Mgmt	For	For	For
7.a	Determine Number of Members (7) and Deputy Members (0) of Board	Mgmt	For	For	For
7.b.1	Reelect Jukka Pekka Pertola as Director	Mgmt	For	For	For
7.b.2	Reelect Klaus Holse as Director	Mgmt	For	For	For
7.b.3	Reelect Helene Barnekow as Director	Mgmt	For	For	For
7.b.4	Reelect Kim Vejlbj Hansen as Director	Mgmt	For	For	For
7.b.5	Reelect Jorgen Bundgaard Hansen as Director	Mgmt	For	For	For
7.b.6	Elect Charlotte Johs as New Director	Mgmt	For	For	For
7.b.7	Elect Lise Skaarup Mortensen as New Director	Mgmt	For	For	For
8	Ratify PricewaterhouseCoopers as Auditors	Mgmt	For	For	For
9.a	Authorize Share Repurchase Program	Mgmt	For	For	For
9.b	Approve Convening of General Meetings and Preparation of Material in Danish and/or English	Mgmt	For	For	For
10	Authorize Editorial Changes to Adopted Resolutions in Connection with Registration with Danish Authorities	Mgmt	For	For	For
11	Other Proposals from Shareholders (None Submitted)	Mgmt			
12	Other Business (Non-Voting)	Mgmt			

Johnson Controls International plc

Meeting Date: 03/12/2025

Country: Ireland

Ticker: JCI

Record Date: 01/07/2025

Meeting Type: Annual

Primary Security ID: G51502105

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Timothy M. Archer	Mgmt	For	For	For
1b	Elect Director Jean Blackwell	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Carl Juergen Tinggren, Jean Blackwell, Webster Roy Dunbar, and Ayesha Khanna is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1c	Elect Director Pierre Cohade	Mgmt	For	For	For
1d	Elect Director Patrick K. Decker	Mgmt	For	For	For
1e	Elect Director W. Roy Dunbar	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Carl Juergen Tinggren, Jean Blackwell, Webster Roy Dunbar, and Ayesha Khanna is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1f	Elect Director Gretchen R. Haggerty	Mgmt	For	For	For
1g	Elect Director Ayesha Khanna	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Carl Juergen Tinggren, Jean Blackwell, Webster Roy Dunbar, and Ayesha Khanna is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1h	Elect Director Seetarama (Swamy) Kotagiri	Mgmt	For	For	For
1i	Elect Director George R. Oliver	Mgmt	For	For	For
1j	Elect Director Jurgen Tinggren	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Carl Juergen Tinggren, Jean Blackwell, Webster Roy Dunbar, and Ayesha Khanna is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
1k	Elect Director Mark Vergnano	Mgmt	For	For	For
1l	Elect Director John D. Young	Mgmt	For	For	For
2a	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
2b	Authorize Board to Fix Remuneration of Auditors	Mgmt	For	For	For
3	Authorize Market Purchases of Company Shares	Mgmt	For	For	For
4	Determine Price Range for Reissuance of Treasury Shares	Mgmt	For	For	For
5	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
6	Approve the Directors' Authority to Allot Shares	Mgmt	For	For	For
7	Approve the Disapplication of Statutory Pre-Emption Rights	Mgmt	For	For	For

Starbucks Corporation

Meeting Date: 03/12/2025

Country: USA

Ticker: SBUX

Record Date: 01/10/2025

Meeting Type: Annual

Primary Security ID: 855244109

Shares Voted: 8,120

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Richard E. Allison, Jr.	Mgmt	For	For	For
1b	Elect Director Andrew Campion	Mgmt	For	For	For
1c	Elect Director Beth Ford	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Significant risks to shareholders stemming from severe ESG controversies have been identified at the company, which reflects a failure by the board to proficiently guard against and manage material environmental, social and governance risks. Votes AGAINST Beth Ford, the incumbent chair of the most responsible committee for managing ESG-related risks, are warranted for the following reasons: - The board chair, Brian Niccol, who normally shoulders the greatest responsibility amongst the board members for failing to effectively supervise the management of risks to the company and its shareholders, has served as the board chair and CEO for less than a year. - Additionally, the lead director, Jorgen Knudstorp, who has been appointed lead independent director of the board (effective upon the completion of this annual meeting), has not served in that role for the duration of the severe controversies. - Therefore, the incumbent chair of the committee most responsible for managing ESG-related risks should be held accountable for poor board and management oversight of ESG risk exposures at the firm. Votes FOR the remaining director nominees are warranted at this time.</i></p>					
1d	Elect Director Jorgen Vig Knudstorp	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: This director is held accountable because the board failed to ensure a sufficient level of gender diversity.</i></p>					
1e	Elect Director Neal Mohan	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: This director is held accountable because the board failed to ensure a sufficient level of gender diversity.</i></p>					
1f	Elect Director Brian Niccol	Mgmt	For	For	For
1g	Elect Director Daniel Javier Servitje Montull	Mgmt	For	For	For
1h	Elect Director Michael Sievert	Mgmt	For	For	For
1i	Elect Director Wei Zhang	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: This director is held accountable because the board failed to ensure a sufficient level of gender diversity.</i></p>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
4	Report on Discrimination in Charitable Contributions	SH	Against	Against	Against
5	Require Independent Board Chair	SH	Against	For	For
<p><i>Voting Policy Rationale: Votes FOR this proposal are warranted given the importance of having an independent chairman of the board.</i></p>					
6	Report on Human Rights Risks Related to Labor Organizing	SH	Against	Against	Against

Starbucks Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Report on Cage Free Egg Commitment in China and Japan	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted, as the requested disclosure would help shareholders evaluate the effectiveness of the company's cage-free egg goal and management of any related risks. Further disclosure would also better inform shareholders regarding the company's plans in reaching its goal on cage-free eggs in China and Japan.</i></p>					
8	Publish an Annual Carbon Emissions Congruency Report	SH	Against	Against	Against

TE Connectivity Plc

Meeting Date: 03/12/2025 **Country:** Ireland **Ticker:** TEL
Record Date: 01/13/2025 **Meeting Type:** Annual
Primary Security ID: G87052109

Shares Voted: 6,570

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Jean-Pierre Clamadieu	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jean-Pierre Clamadieu, William Jeffrey and Syaru (Shirley) Lin is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1b	Elect Director Terrence R. Curtin	Mgmt	For	For	For
1c	Elect Director Carol A. (John) Davidson	Mgmt	For	For	For
1d	Elect Director Lynn A. Dugle	Mgmt	For	For	For
1e	Elect Director Sam Eldessouky	Mgmt	For	For	For
1f	Elect Director William A. Jeffrey	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jean-Pierre Clamadieu, William Jeffrey and Syaru (Shirley) Lin is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1g	Elect Director Syaru Shirley Lin	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Jean-Pierre Clamadieu, William Jeffrey and Syaru (Shirley) Lin is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1h	Elect Director Heath A. Mitts	Mgmt	For	For	For
1i	Elect Director Abhijit Y. Talwalkar	Mgmt	For	For	For
1j	Elect Director Mark C. Trudeau	Mgmt	For	For	For
1k	Elect Director Dawn C. Willoughby	Mgmt	For	For	For
1l	Elect Director Laura H. Wright	Mgmt	For	For	For

TE Connectivity Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: - The majority of equity awards to the CEO are not tied to performance-contingent pay elements; and - High CEO pay relative to company performance compared to the company's peers.</i></p>					
4	Authorize Share Repurchase Program	Mgmt	For	For	For
5	Determine Price Range for Reissuance of Treasury Shares	Mgmt	For	For	For

Agilent Technologies, Inc.

Meeting Date: 03/13/2025 **Country:** USA **Ticker:** A
Record Date: 01/23/2025 **Meeting Type:** Annual
Primary Security ID: 00846U101

Shares Voted: 4,639

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Otis W. Brawley	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Otis Brawley and Mikael Goran Dolsten is warranted for lack of diversity on the board.</i></p>					
1.2	Elect Director Mikael Dolsten	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Otis Brawley and Mikael Goran Dolsten is warranted for lack of diversity on the board.</i></p>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
4	Eliminate Supermajority Vote Requirement	Mgmt	For	For	For
5	Declassify the Board of Directors	SH	None	For	For
<p><i>Voting Policy Rationale: A vote FOR this proposal is warranted because the declassification would enhance board accountability.</i></p>					

ALK-Abello A/S

Meeting Date: 03/13/2025 **Country:** Denmark **Ticker:** ALK.B
Record Date: 03/06/2025 **Meeting Type:** Annual
Primary Security ID: K03294137

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Report of Board	Mgmt			
2	Accept Financial Statements and Statutory Reports; Approve Discharge of Management and Board	Mgmt	For	For	For
3	Approve Allocation of Income and Omission of Dividends	Mgmt	For	For	For
4	Approve Remuneration Report (Advisory Vote)	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this item is warranted because the proposed remuneration report is below par in relation to market standards, particularly with regards to the insufficient breakdown of half of the STIP for the CEO, and annual earning period for part of the LTIP.</i></p>					
5	Approve Remuneration of Directors in the Amount of DKK 1.2 Million for Chair, DKK 800,000 for Vice Chair and DKK 400,000 for Other Directors; Approve Remuneration for Committee Work	Mgmt	For	For	For
6	Reelect Anders Hedegaard (Chair) as Director	Mgmt	For	Abstain	Abstain
<p><i>Voting Policy Rationale: ABSTAIN votes for incumbent nomination committee members Anders Hedegaard, Alan Main, and Lene Skole-Soerensen are warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
7	Reelect Lene Skole (Vice Chair) as Director	Mgmt	For	Abstain	Abstain
<p><i>Voting Policy Rationale: ABSTAIN votes for incumbent nomination committee members Anders Hedegaard, Alan Main, and Lene Skole-Soerensen are warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
8.a	Reelect Gitte Aabo as Director	Mgmt	For	For	For
8.b	Reelect Lars Holmqvist as Director	Mgmt	For	For	For
8.c	Reelect Jesper Hoiland as Director	Mgmt	For	For	For
8.d	Reelect Bertil Lindmark as Director	Mgmt	For	For	For
8.e	Reelect Alan Main as Director	Mgmt	For	Abstain	Abstain
<p><i>Voting Policy Rationale: ABSTAIN votes for incumbent nomination committee members Anders Hedegaard, Alan Main, and Lene Skole-Soerensen are warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
9	Ratify PricewaterhouseCoopers as Auditors; Appoint PricewaterhouseCoopers as Auditors for Sustainability Reporting	Mgmt	For	For	For
10	Other Business	Mgmt			

Cabot Corporation

Meeting Date: 03/13/2025

Country: USA

Ticker: CBT

Record Date: 01/15/2025

Meeting Type: Annual

Primary Security ID: 127055101

Shares Voted: 1,386

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Michael M. Morrow	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Morrow and Frank (Andy) Wilson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
1.2	Elect Director Thierry Vanlancker	Mgmt	For	For	For
1.3	Elect Director Michelle Williams	Mgmt	For	For	For
1.4	Elect Director Frank A. Wilson	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee members Michael Morrow and Frank (Andy) Wilson is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Approve Omnibus Stock Plan	Mgmt	For	For	For
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For

F5, Inc.

Meeting Date: 03/13/2025

Country: USA

Ticker: FFIV

Record Date: 01/07/2025

Meeting Type: Annual

Primary Security ID: 315616102

Shares Voted: 4,234

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Marianne N. Budnik	Mgmt	For	For	For
1b	Elect Director Elizabeth L. Buse	Mgmt	For	For	For
1c	Elect Director Michel Combes	Mgmt	For	For	For
1d	Elect Director Michael L. Dreyer	Mgmt	For	For	For
1e	Elect Director Tami Erwin	Mgmt	For	For	For
1f	Elect Director Julie M. Gonzalez	Mgmt	For	For	For
1g	Elect Director Alan J. Higginson	Mgmt	For	For	For
1h	Elect Director Peter S. Klein	Mgmt	For	For	For
1i	Elect Director Francois Locoh-Donou	Mgmt	For	For	For

F5, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1j	Elect Director Maya McReynolds	Mgmt	For	For	For
1k	Elect Director Nikhil Mehta	Mgmt	For	For	For
1l	Elect Director Michael F. Montoya	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

Nippon Building Fund, Inc.

Meeting Date: 03/13/2025 **Country:** Japan **Ticker:** 8951
Record Date: 12/31/2024 **Meeting Type:** Special
Primary Security ID: J52088101

Shares Voted: 1,020

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Amend Articles to Amend Permitted Investment Types	Mgmt	For	For	For
2	Elect Executive Director Iino, Kenji	Mgmt	For	For	For
3.1	Elect Alternate Executive Director Yamashita, Daisuke	Mgmt	For	For	For
3.2	Elect Alternate Executive Director Shuto, Hideki	Mgmt	For	For	For
4.1	Elect Supervisory Director Okada, Masaki	Mgmt	For	For	For
4.2	Elect Supervisory Director Hayashi, Keiko	Mgmt	For	For	For
4.3	Elect Supervisory Director Kobayashi, Kazuhisa	Mgmt	For	For	For

Swiss Prime Site AG

Meeting Date: 03/13/2025 **Country:** Switzerland **Ticker:** SPSN
Record Date: **Meeting Type:** Annual
Primary Security ID: H8403W107

Shares Voted: 6,689

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

Swiss Prime Site AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Non-Financial Report	Mgmt	For	For	For
3	Approve Remuneration Report (Non-Binding)	Mgmt	For	For	For
4	Approve Discharge of Board and Senior Management	Mgmt	For	For	For
5	Approve Allocation of Income and Dividends of CHF 3.45 per Share	Mgmt	For	For	For
6.1	Approve Remuneration of Directors in the Amount of CHF 1.8 Million	Mgmt	For	For	For
6.2	Approve Remuneration of Executive Committee in the Amount of CHF 5.5 Million	Mgmt	For	For	For
7.1.1	Reelect Ton Buechner as Director	Mgmt	For	For	For
7.1.2	Reelect Thomas Studhalter as Director	Mgmt	For	For	For
7.1.3	Reelect Gabrielle Nater-Bass as Director	Mgmt	For	For	For
7.1.4	Reelect Barbara Knoflach as Director	Mgmt	For	For	For
7.1.5	Reelect Brigitte Walter as Director	Mgmt	For	For	For
7.1.6	Reelect Reto Conrad as Director	Mgmt	For	For	For
7.1.7	Reelect Detlef Trefzger as Director	Mgmt	For	For	For
7.2	Reelect Ton Buechner as Board Chair	Mgmt	For	For	For
7.3.1	Reappoint Gabrielle Nater-Bass as Member of the Nomination and Compensation Committee	Mgmt	For	For	For
7.3.2	Reappoint Barbara Knoflach as Member of the Nomination and Compensation Committee	Mgmt	For	For	For
7.3.3	Reappoint Detlef Trefzger as Member of the Nomination and Compensation Committee	Mgmt	For	For	For
7.4	Designate Paul Wiesli as Independent Proxy	Mgmt	For	For	For
7.5	Ratify PricewaterhouseCoopers AG as Auditors	Mgmt	For	For	For
8	Transact Other Business (Voting)	Mgmt	For	Against	Against

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

Meeting Date: 03/13/2025

Country: Finland

Ticker: WRT1V

Record Date: 03/03/2025

Meeting Type: Annual

Primary Security ID: X98155116

Shares Voted: 23,694

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Open Meeting	Mgmt			
2	Call the Meeting to Order	Mgmt			
3	Designate Inspector or Shareholder Representative(s) of Minutes of Meeting	Mgmt			
4	Acknowledge Proper Convening of Meeting	Mgmt			
5	Prepare and Approve List of Shareholders	Mgmt			
6	Receive Financial Statements and Statutory Reports	Mgmt			
7	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
8	Approve Allocation of Income and Dividends of EUR 0.44 Per Share	Mgmt	For	For	For
9	Approve Discharge of Board and President	Mgmt	For	For	For
10	Approve Remuneration Report (Advisory Vote)	Mgmt	For	For	For
11	Approve Remuneration Policy And Other Terms of Employment For Executive Management	Mgmt	For	For	For
12	Approve Remuneration of Directors in the Amount of EUR 200,000 for Chair, EUR 105,000 for Vice Chair and EUR 80,000 for Other Directors; Approve Meeting Fees; Approve Remuneration for Committee Work	Mgmt	For	For	For
13	Fix Number of Directors at Eight	Mgmt	For	For	For
14	Reelect Karen Bomba, Morten H. Engelstoft, Karin Falk, Johan Forssell, Tom Johnstone (Chair), Tiina Tuomela and Mika Vehvilainen (Vice-Chair) as Directors; Elect Henrik Ehrnrooth as New Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: At this meeting, shareholders are asked to vote on a single slate of directors. A vote AGAINST this item is warranted as incumbent nomination committee member Thomas (Tom) Johnstone is in the slate and there is a lack of diversity on the board.</i></p>					
15	Approve Remuneration of Auditors	Mgmt	For	For	For

Wartsila Oyj Abp

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
16	Ratify PricewaterhouseCoopers as Auditors	Mgmt	For	For	For
17	Approve Remuneration of Auditor for Sustainability Reporting	Mgmt	For	For	For
18	Appoint PricewaterhouseCoopers as Auditor for Sustainability Reporting	Mgmt	For	For	For
19	Amend Articles Re: Auditor; General Meeting	Mgmt	For	For	For
20	Authorize Share Repurchase Program	Mgmt	For	For	For
21	Approve Issuance of up to 57 Million Shares without Preemptive Rights	Mgmt	For	For	For
22	Close Meeting	Mgmt			

B3 SA-Brasil, Bolsa, Balcão

Meeting Date: 03/14/2025

Country: Brazil

Ticker: B3SA3

Record Date:

Meeting Type: Extraordinary Shareholders

Primary Security ID: P1909G107

Shares Voted: 81,375

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Ratify Deloitte Touche Tohmatsu Auditores Independentes Ltda. as Independent Firm to Appraise Proposed Transaction	Mgmt	For	For	For
2	Approve Independent Firm's Appraisals	Mgmt	For	For	For
3	Approve Agreement to Absorb Neoway Tecnologia Integrada, Assessoria e Negocios S.A. (Neoway) and Neurotech Tecnologia da Informacao S.A. (Neurotech)	Mgmt	For	For	For
4	Approve Absorption of Neoway and Neurotech	Mgmt	For	For	For
5	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For

Elia Group SA/NV

Meeting Date: 03/14/2025

Country: Belgium

Ticker: ELI

Record Date: 02/28/2025

Meeting Type: Extraordinary Shareholders

Primary Security ID: B35656105

Shares Voted: 3,807

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Extraordinary Shareholders' Meeting Agenda	Mgmt			
	Amend Articles 3, 4, 9, 13 and 17 of the Articles of Association in Line with the Belgian Electricity Act	Mgmt	For	For	For

Kia Corp.

Meeting Date: 03/14/2025

Country: South Korea

Ticker: 000270

Record Date: 12/31/2024

Meeting Type: Annual

Primary Security ID: Y47601102

Shares Voted: 975

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Financial Statements and Allocation of Income	Mgmt	For	For	For
2	Amend Articles of Incorporation	Mgmt	For	For	For
3.1	Elect Song Ho-seong as Inside Director	Mgmt	For	For	For
3.2	Elect Jeong Ui-seon as Inside Director	Mgmt	For	For	For
3.3	Elect Kim Seung-jun as Inside Director	Mgmt	For	For	For
3.4	Elect Shin Hyeon-jeong as Outside Director	Mgmt	For	For	For
4	Approve Total Remuneration of Inside Directors and Outside Directors	Mgmt	For	For	For

Carlsberg A/S

Meeting Date: 03/17/2025

Country: Denmark

Ticker: CARL.B

Record Date: 03/10/2025

Meeting Type: Annual

Primary Security ID: K36628137

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Report of Board	Mgmt			
2	Accept Financial Statements and Statutory Reports; Approve Discharge of Management and Board	Mgmt	For	For	For
3	Approve Allocation of Income and Dividends of DKK 27 Per Share	Mgmt	For	For	For
4	Approve Remuneration Report (Advisory Vote)	Mgmt	For	For	For
5.A	Approve Remuneration of Directors	Mgmt	For	For	For
5.B	Approve DKK 32 Million Reduction in Share Capital via Share Cancellation	Mgmt	For	For	For
6.a	Reelect Henrik Poulsen as Director	Mgmt	For	For	For
6.b	Reelect Majken Schultz as Director	Mgmt	For	Abstain	Abstain
<p><i>Voting Policy Rationale: A vote ABSTAIN for candidates Majken Schultz (Item 6.b) and Jens Hjorth (Item 6.g) is warranted because they represent the primary beneficiary of the company's unequal voting rights structure. A vote FOR candidates Henrik Poulsen (Item 6.a), Magdi Batato (Item 6.c), Lilian Fossum Biner (Item 6.d), Robert Kunze-Concewitz (Item 6.e), Punita Lal (Item 6.f), and Winnie Ma (Item 6.h) is warranted due to a lack of concern regarding the suitability of these candidates.</i></p>					
6.c	Reelect Magdi Batato as Director	Mgmt	For	For	For
6.d	Reelect Lilian Fossum Biner as Director	Mgmt	For	For	For
6.e	Reelect Bob Kunze-Concewitz as Director	Mgmt	For	For	For
6.f	Reelect Punita Lal as Director	Mgmt	For	For	For
6.g	Elect Jens Hjorth as New Director	Mgmt	For	Abstain	Abstain
<p><i>Voting Policy Rationale: A vote ABSTAIN for candidates Majken Schultz (Item 6.b) and Jens Hjorth (Item 6.g) is warranted because they represent the primary beneficiary of the company's unequal voting rights structure. A vote FOR candidates Henrik Poulsen (Item 6.a), Magdi Batato (Item 6.c), Lilian Fossum Biner (Item 6.d), Robert Kunze-Concewitz (Item 6.e), Punita Lal (Item 6.f), and Winnie Ma (Item 6.h) is warranted due to a lack of concern regarding the suitability of these candidates.</i></p>					
6.h	Elect Winnie Ma as New Director	Mgmt	For	For	For
7	Ratify PricewaterhouseCoopers as Auditors	Mgmt	For	For	For
8	Authorize Editorial Changes to Adopted Resolutions in Connection with Registration with Danish Authorities	Mgmt	For	For	For

Omnicom Group Inc.

Meeting Date: 03/18/2025

Country: USA

Ticker: OMC

Record Date: 01/27/2025

Meeting Type: Special

Primary Security ID: 681919106

Shares Voted: 2,012

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

QUALCOMM Incorporated

Meeting Date: 03/18/2025

Country: USA

Ticker: QCOM

Record Date: 01/17/2025

Meeting Type: Annual

Primary Security ID: 747525103

Shares Voted: 12,864

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Sylvia Acevedo	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: This director is held accountable because the board failed to ensure a sufficient level of racial and/or ethnic diversity.</i>				
1b	Elect Director Cristiano R. Amon	Mgmt	For	For	For
1c	Elect Director Mark Fields	Mgmt	For	For	For
1d	Elect Director Jeffrey W. Henderson	Mgmt	For	For	For
1e	Elect Director Ann M. Livermore	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: This director is held accountable because the board failed to ensure a sufficient level of racial and/or ethnic diversity.</i>				
1f	Elect Director Mark D. McLaughlin	Mgmt	For	For	For
1g	Elect Director Jamie S. Miller	Mgmt	For	For	For
1h	Elect Director Marie Myers	Mgmt	For	For	For
1i	Elect Director Irene B. Rosenfeld	Mgmt	For	For	For
1j	Elect Director Kornelis (Neil) Smit	Mgmt	For	For	For
1k	Elect Director Jean-Pascal Tricoire	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: This director is held accountable because the board failed to ensure a sufficient level of racial and/or ethnic diversity.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

QUALCOMM Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
5	Report on Climate Risk in Retirement Plan Options	SH	Against	For	For

Voting Policy Rationale: A vote FOR this resolution is warranted. While the company offers an option to employees that want to invest more responsibly, it is unclear how well employees understand the retirement plans available to them. The information requested in the report would not only complement and enhance the company's existing commitments regarding climate change, but also allow shareholders to better evaluate the company's strategies and management of related risks.

Sungrow Power Supply Co., Ltd.

Meeting Date: 03/18/2025 **Country:** China **Ticker:** 300274
Record Date: 03/11/2025 **Meeting Type:** Special
Primary Security ID: Y8211M102

Shares Voted: 18,620

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

The Interpublic Group of Companies, Inc.

Meeting Date: 03/18/2025 **Country:** USA **Ticker:** IPG
Record Date: 01/27/2025 **Meeting Type:** Special
Primary Security ID: 460690100

Shares Voted: 1,861

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Merger Agreement	Mgmt	For	For	For
2	Advisory Vote on Golden Parachutes	Mgmt	For	Against	Against

Voting Policy Rationale: A vote AGAINST this proposal is warranted. Although cash severance and equity acceleration are double trigger for the non-CEO NEOs, and no excise tax gross-ups are payable, the CEO's employment arrangement with the acquirer will result in a large payout equivalent to all change-in-control severance entitlements due to him despite the fact that he will remain employed following the merger. As an inducement payment, the large magnitude and lack of any vesting or performance conditions raises significant concern.

The Interpublic Group of Companies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Adjourn Meeting	Mgmt	For	For	For

The Toro Company

Meeting Date: 03/18/2025 **Country:** USA **Ticker:** TTC
Record Date: 01/21/2025 **Meeting Type:** Annual
Primary Security ID: 891092108

Shares Voted: 1,760

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Jeffrey L. Harming	Mgmt	For	For	For
1.2	Elect Director Joyce A. Mullen	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: This director is held accountable because the board failed to ensure a sufficient level of gender diversity.</i>					
1.3	Elect Director Richard M. Olson	Mgmt	For	For	For
1.4	Elect Director James C. O'Rourke	Mgmt	For	Withhold	Withhold
<i>Voting Policy Rationale: This director is held accountable because the board failed to ensure a sufficient level of gender diversity.</i>					
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: - The company has not disclosed any short- and long-term E&S performance incentives; and - The provision for automatic accelerated vesting of equity awards upon a change in control. A vote AGAINST this proposal is further warranted due to the following concerns: - The majority of equity awards to the CEO are not tied to performance-contingent pay elements; and - Excessive differentials between CEO pay and the pay of other named executive officers at the firm.</i>					

Banco de Sabadell SA

Meeting Date: 03/19/2025 **Country:** Spain **Ticker:** SAB
Record Date: 03/14/2025 **Meeting Type:** Annual
Primary Security ID: E15819191

Shares Voted: 49,302

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

Banco de Sabadell SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Allocation of Income and Dividends	Mgmt	For	For	For
4	Approve Shareholder Remuneration Policy	Mgmt	For	For	For
5	Reactivate Share Repurchase and Capital Reduction via Amortization of Repurchased Shares Approved at the 2024 AGM	Mgmt	For	For	For
6	Authorize Share Repurchase and Capital Reduction via Cancellation of Repurchased Shares	Mgmt	For	For	For
7	Amend Articles Re: Board of Directors	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this resolution is warranted because the proposed amendment to article 50 may be detrimental to shareholders' interests.</i></p>					
8	Receive Amendments to Board of Directors Regulations	Mgmt			
9.1	Reelect Cesar Gonzalez-Bueno Mayer Wittgenstein as Director	Mgmt	For	For	For
9.2	Reelect Manuel Valls Morato as Director	Mgmt	For	For	For
9.3	Elect Maria Gloria Hernandez Garcia as Director	Mgmt	For	For	For
9.4	Elect Margarita Salvans Puigbo as Director	Mgmt	For	For	For
10	Fix Maximum Variable Compensation Ratio of Designated Group Members	Mgmt	For	For	For
11	Renew Appointment of KPMG Auditores as Auditor	Mgmt	For	For	For
12	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For
13	Advisory Vote on Remuneration Report	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this item is warranted because the significant increase in executive pay opportunities is not supported by a sufficiently compelling rationale.</i></p>					

Jumbo SA

Meeting Date: 03/19/2025

Country: Greece

Ticker: BELA

Record Date: 03/13/2025

Meeting Type: Extraordinary Shareholders

Primary Security ID: X4114P111

Jumbo SA

Shares Voted: 4,751

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Extraordinary Meeting Agenda Approve Special Dividend	Mgmt	For	For	For

Kyowa Kirin Co., Ltd.

Meeting Date: 03/19/2025

Country: Japan

Ticker: 4151

Record Date: 12/31/2024

Meeting Type: Annual

Primary Security ID: J38296117

Shares Voted: 1,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 29	Mgmt	For	For	For
2	Amend Articles to Clarify Director Authority on Shareholder Meetings	Mgmt	For	For	For
3.1	Elect Director Miyamoto, Masashi	Mgmt	For	For	For
3.2	Elect Director Abdul Mullick	Mgmt	For	For	For
3.3	Elect Director Yamashita, Takeyoshi	Mgmt	For	For	For
3.4	Elect Director Fujiwara, Daisuke	Mgmt	For	For	For
3.5	Elect Director Oyamada, Takashi	Mgmt	For	For	For
3.6	Elect Director Suzuki, Yoshihisa	Mgmt	For	For	For
3.7	Elect Director Nakata, Rumiko	Mgmt	For	For	For
3.8	Elect Director Kanno, Hiroshi	Mgmt	For	For	For
3.9	Elect Director Ito, Yukiko	Mgmt	For	For	For
4	Appoint Statutory Auditor Wachi, Yoko	Mgmt	For	For	For
5	Approve Compensation Ceiling for Directors	Mgmt	For	For	For

L&F Co., Ltd.

Meeting Date: 03/19/2025

Country: South Korea

Ticker: 066970

Record Date: 12/31/2024

Meeting Type: Annual

Primary Security ID: Y52747105

Shares Voted: 496

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Financial Statements and Allocation of Income	Mgmt	For	For	For
2	Approval of Reduction of Capital Reserve	Mgmt	For	For	For
3.1	Elect Park Woo-gyun as Outside Director	Mgmt	For	For	For
3.2	Elect Park Seong-min as Outside Director	Mgmt	For	For	For
4.1	Elect Park Woo-gyun as a Member of Audit Committee	Mgmt	For	For	For
4.2	Elect Kim Gyeong-hui as a Member of Audit Committee	Mgmt	For	For	For
5	Approve Total Remuneration of Inside Directors and Outside Directors	Mgmt	For	For	For

Samsung Electronics Co., Ltd.

Meeting Date: 03/19/2025

Country: South Korea

Ticker: 005930

Record Date: 12/31/2024

Meeting Type: Annual

Primary Security ID: Y74718100

Shares Voted: 23,440

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Financial Statements and Allocation of Income	Mgmt	For	For	For
2.1.1	Elect Kim Jun-seong as Outside Director	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST the incumbent members of the committee responsible for climate risk oversight, Eun-nyeong Heo, Jun-seong Kim (Jun-sung Kim) and Myeong-hui Yoo (Myung-hee Yoo), is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>					
2.1.2	Elect Heo Eun-nyeong as Outside Director	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST the incumbent members of the committee responsible for climate risk oversight, Eun-nyeong Heo, Jun-seong Kim (Jun-sung Kim) and Myeong-hui Yoo (Myung-hee Yoo), is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>					
2.1.3	Elect Yoo Myeong-hui as Outside Director	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST the incumbent members of the committee responsible for climate risk oversight, Eun-nyeong Heo, Jun-seong Kim (Jun-sung Kim) and Myeong-hui Yoo (Myung-hee Yoo), is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments. A vote FOR the remaining director nominees is warranted.</i>					
2.1.4	Elect Lee Hyeok-jae as Outside Director	Mgmt	For	For	For

Samsung Electronics Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.2.1	Elect Jeon Young-hyeon as Inside Director	Mgmt	For	For	For
2.2.2	Elect Noh Tae-moon as Inside Director	Mgmt	For	For	For
2.2.3	Elect Song Jae-hyeok as Inside Director	Mgmt	For	For	For
3	Approve Total Remuneration of Inside Directors and Outside Directors	Mgmt	For	For	For
4.1	Elect Shin Je-yoon as a Member of Audit Committee	Mgmt	For	For	For
4.2	Elect Yoo Myeong-hui as a Member of Audit Committee	Mgmt	For	Against	Against

Voting Policy Rationale: Votes AGAINST Myeong-Hui Yoo (Myung-hee Yoo) are warranted due to concerns at the director election level. Votes FOR remaining nominee Je-yoon Shin are warranted.

Samsung SDI Co., Ltd.

Meeting Date: 03/19/2025 **Country:** South Korea **Ticker:** 006400
Record Date: 12/31/2024 **Meeting Type:** Annual
Primary Security ID: Y74866107

Shares Voted: 3,808

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Financial Statements and Allocation of Income	Mgmt	For	For	For
2	Elect Choi Ju-seon as Inside Director	Mgmt	For	For	For
3	Approve Total Remuneration of Inside Directors and Outside Directors	Mgmt	For	For	For
4	Amend Articles of Incorporation	Mgmt	For	For	For

Unicharm Corp.

Meeting Date: 03/19/2025 **Country:** Japan **Ticker:** 8113
Record Date: 12/31/2024 **Meeting Type:** Annual
Primary Security ID: J94104114

Shares Voted: 2,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Takahara, Takahisa	Mgmt	For	For	For

Unicharm Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director Takaku, Kenji	Mgmt	For	For	For
1.3	Elect Director Shite, Tetsuya	Mgmt	For	For	For
2.1	Elect Director and Audit Committee Member Sugita, Hiroaki	Mgmt	For	For	For
2.2	Elect Director and Audit Committee Member Noriko Rzonca	Mgmt	For	For	For
2.3	Elect Director and Audit Committee Member Asada, Shigeru	Mgmt	For	For	For
3	Approve Donation of Treasury Shares to Shinagawa Joshi Gakuin School	Mgmt	For	Against	Against

Voting Policy Rationale: A vote AGAINST this proposal is warranted because: - Unicharm fails to provide a compelling rationale for the donation of treasury shares to the Shinagawa Joshi Gakuin School.

Banco Bilbao Vizcaya Argentaria SA

Meeting Date: 03/20/2025 **Country:** Spain **Ticker:** BBVA
Record Date: 03/16/2025 **Meeting Type:** Annual
Primary Security ID: E11805103

Shares Voted: 52,004

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Approve Consolidated and Standalone Financial Statements	Mgmt	For	For	For
1.2	Approve Non-Financial Information Statement	Mgmt	For	For	For
1.3	Approve Allocation of Income and Dividends	Mgmt	For	For	For
1.4	Approve Discharge of Board	Mgmt	For	For	For
2.1	Reelect Carlos Torres Vila as Director	Mgmt	For	For	For
2.2	Reelect Onur Genc as Director	Mgmt	For	For	For
2.3	Reelect Connie Hedegaard Koksbang as Director	Mgmt	For	For	For
3	Approve Reduction in Share Capital via Cancellation of Treasury Shares	Mgmt	For	For	For
4	Renew Grant of Board Powers Re: Issuance of Shares in Connection with the Acquisition of Banco de Sabadell SA	Mgmt	For	For	For
5	Fix Maximum Variable Compensation Ratio	Mgmt	For	For	For

Banco Bilbao Vizcaya Argentaria SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Renew Appointment of Ernst & Young as Auditor	Mgmt	For	For	For
7	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For
8	Advisory Vote on Remuneration Report	Mgmt	For	For	For

Construction Partners, Inc.

Meeting Date: 03/20/2025 **Country:** USA **Ticker:** ROAD
Record Date: 01/20/2025 **Meeting Type:** Annual
Primary Security ID: 21044C107

Shares Voted: 961

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Ned N. Fleming, III	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for all director nominees because a majority of the board is not independent. WITHHOLD votes are warranted for Ned Fleming III and Charles Owens for serving as non-independent members of a key board committee. WITHHOLD votes are warranted for governance committee chair Ned Fleming III given the board's failure to remove, or subject to a sunset requirement, the classified board which adversely impacts shareholder rights. WITHHOLD votes are warranted for governance committee members Ned Fleming III and Charles Owens for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. This director is held accountable because the board failed to ensure a sufficient level of gender diversity. This director is held accountable because the board failed to ensure a sufficient level of racial and/or ethnic diversity.</i></p>					
1b	Elect Director Charles E. Owens	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for all director nominees because a majority of the board is not independent. WITHHOLD votes are warranted for Ned Fleming III and Charles Owens for serving as non-independent members of a key board committee. WITHHOLD votes are warranted for governance committee chair Ned Fleming III given the board's failure to remove, or subject to a sunset requirement, the classified board which adversely impacts shareholder rights. WITHHOLD votes are warranted for governance committee members Ned Fleming III and Charles Owens for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision. This director is held accountable because the board failed to ensure a sufficient level of gender diversity. This director is held accountable because the board failed to ensure a sufficient level of racial and/or ethnic diversity.</i></p>					
1c	Elect Director Fred J. (Jule) Smith, III	Mgmt	For	Withhold	Withhold
<p><i>Voting Policy Rationale: WITHHOLD votes are warranted for all director nominees because a majority of the board is not independent. WITHHOLD votes are warranted for Ned Fleming III and Charles Owens for serving as non-independent members of a key board committee. WITHHOLD votes are warranted for governance committee chair Ned Fleming III given the board's failure to remove, or subject to a sunset requirement, the classified board which adversely impacts shareholder rights. WITHHOLD votes are warranted for governance committee members Ned Fleming III and Charles Owens for maintaining a multi-class structure that is not subject to a reasonable time-based sunset provision.</i></p>					
2	Ratify RSM US LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted due to the following concerns: - The company allows for full board discretion in determining the treatment of outstanding equity upon a change in control; - A lack of all the following risk-mitigating features: clawback policy, stock ownership guidelines, and stock holding requirements; and - The company has not disclosed any short- and long-term E&S performance incentives.</i></p>					

Meeting Date: 03/20/2025

Country: Denmark

Ticker: DANSKE

Record Date: 03/13/2025

Meeting Type: Annual

Primary Security ID: K22272114

Shares Voted: 6,143

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Report of Board	Mgmt			
2	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
3	Approve Allocation of Income and Dividends of DKK 9.35 Per Share; Approve Extraordinary Dividends of DKK 5.35 per Share	Mgmt	For	For	For
4	Approve Remuneration Report (Advisory Vote)	Mgmt	For	For	For
5	Approve Remuneration Policy	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this item is warranted because the company is proposing to remove the cap for the discretionary bonus.</i></p>					
6	Approve Remuneration of Directors in the Amount of DKK 2.6 Million for Chair, DKK 1.3 for Vice Chair and DKK 790,000 for Other Directors; Approve Remuneration for Committee Work	Mgmt	For	For	For
7	Determine Number of Members and Deputy Members of Board	Mgmt	For	For	For
7.a	Reelect Martin Blessing as Director	Mgmt	For	Abstain	Abstain
<p><i>Voting Policy Rationale: A vote ABSTAIN for incumbent nomination committee members Martin Blessing, Martin Larsen and Helle Valentin is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
7.b	Reelect Martin Norkjaer Larsen as Director	Mgmt	For	Abstain	Abstain
<p><i>Voting Policy Rationale: A vote ABSTAIN for incumbent nomination committee members Martin Blessing, Martin Larsen and Helle Valentin is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
7.c	Reelect Lars-Erik Brenoe as Director	Mgmt	For	For	For
7.d	Reelect Jacob Dahl as Director	Mgmt	For	For	For
7.e	Reelect Lieve Mostrey as Director	Mgmt	For	For	For
7.f	Reelect Allan Polack as Director	Mgmt	For	For	For
7.g	Reelect Helle Valentin as Director	Mgmt	For	Abstain	Abstain
<p><i>Voting Policy Rationale: A vote ABSTAIN for incumbent nomination committee members Martin Blessing, Martin Larsen and Helle Valentin is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i></p>					
7.h	Elect Rafael Salinas as New Director	Mgmt	For	For	For

Danske Bank A/S

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7.i	Elect Marianne Sorensen as New Director	Mgmt	For	For	For
8	Ratify Deloitte as Auditors	Mgmt	For	For	For
9.a	Approve DKK 271.9 Million Reduction in Share Capital via Share Cancellation	Mgmt	For	For	For
9.b	Approve Creation of DKK 1.66 Billion Pool of Capital with Preemptive Rights; Approve Issuance of Convertible Loans	Mgmt	For	For	For
9.c	Approve Creation of DKK 830 Million Pool of Capital without Preemptive Rights	Mgmt	For	For	For
9.d	Approve Creation of Pool of Capital without Preemptive Rights; Approve Issuance of Convertible Loans	Mgmt	For	For	For
9.e	Authorize Share Repurchase Program	Mgmt	For	For	For
10	Approve Indemnification of Members of the Board of Directors and Executive Management	Mgmt	For	For	For
	Shareholder Proposals Submitted by Henrik Rosengaard Jensen	Mgmt			
11.a	Change Dividend Policy	SH	Against	Against	Against
	Management Proposals	Mgmt			
12	Authorize Editorial Changes to Adopted Resolutions in Connection with Registration with Danish Authorities	Mgmt	For	For	For
13	Other Business	Mgmt			

DSV A/S

Meeting Date: 03/20/2025

Country: Denmark

Ticker: DSV

Record Date: 03/13/2025

Meeting Type: Annual

Primary Security ID: K31864117

Shares Voted: 509

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Report of Board	Mgmt			
2	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For

DSV A/S

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Allocation of Income and Dividends of DKK 7 Per Share	Mgmt	For	For	For
4	Approve Remuneration of Directors	Mgmt	For	For	For
5	Approve Remuneration Report	Mgmt	For	For	For
6.1	Reelect Thomas Plenborg as Director	Mgmt	For	For	For
6.2	Reelect Jorgen Moller as Director	Mgmt	For	For	For
6.3	Reelect Beat Walti as Director	Mgmt	For	For	For
6.4	Reelect Tarek Sultan Al-Essa as Director	Mgmt	For	Abstain	Abstain
<p><i>Voting Policy Rationale: An ABSTAIN vote for Tarek Sultan Al-Essa is warranted due to them being considered overboarded. A vote FOR the remaining candidates is warranted.</i></p>					
6.5	Reelect Benedikte Leroy as Director	Mgmt	For	For	For
6.6	Elect Natalie Shaverdian Riise-Knudsen as New Director	Mgmt	For	For	For
6.7	Elect Sabine Bendiek as New Director	Mgmt	For	For	For
7	Ratify PricewaterhouseCoopers as Auditor	Mgmt	For	For	For
8.1	Approve Creation of DKK 48.1 Million Pool of Capital with Preemptive Rights; Approve Creation of DKK 48.1 Million Pool of Capital without Preemptive Rights; Maximum Increase in Share Capital under Both Authorizations up to DKK 48.1 Million	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this issuance authorization is warranted because the potential share capital increase is excessive.</i></p>					
8.2	Authorize Share Repurchase Program	Mgmt	For	For	For
8.3	Approve Guidelines for Incentive-Based Compensation for Executive Management and Board	Mgmt	For	For	For
9	Other Business	Mgmt			

Givaudan SA

Meeting Date: 03/20/2025

Country: Switzerland

Ticker: GIVN

Record Date:

Meeting Type: Annual

Primary Security ID: H3238Q102

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
2	Approve Non-Financial Report	Mgmt	For	For	For
3	Approve Remuneration Report	Mgmt	For	For	For
4	Approve Allocation of Income and Dividends of CHF 70.00 per Share	Mgmt	For	For	For
5	Approve Discharge of Board of Directors	Mgmt	For	For	For
6.1.1	Reelect Victor Balli as Director	Mgmt	For	For	For
6.1.2	Reelect Ingrid Deltenre as Director	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Calvin Grieder, Ingrid Deltenre and Sophie Gasperment is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
6.1.3	Reelect Sophie Gasperment as Director	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Calvin Grieder, Ingrid Deltenre and Sophie Gasperment is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
6.1.4	Reelect Calvin Grieder as Director and Board Chair	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Calvin Grieder, Ingrid Deltenre and Sophie Gasperment is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
6.1.5	Reelect Roberto Guidetti as Director	Mgmt	For	For	For
6.1.6	Reelect Tom Knutzen as Director	Mgmt	For	For	For
6.2.1	Elect Melanie Maas-Brunner as Director	Mgmt	For	For	For
6.2.2	Elect Louie D'Amico as Director	Mgmt	For	For	For
6.3.1	Reappoint Victor Balli as Member of the Compensation Committee	Mgmt	For	For	For
6.3.2	Reappoint Ingrid Deltenre as Member of the Compensation Committee	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Calvin Grieder, Ingrid Deltenre and Sophie Gasperment is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
6.3.3	Appoint Tom Knutzen as Member of the Compensation Committee	Mgmt	For	For	For
6.4	Designate Manuel Isler as Independent Proxy	Mgmt	For	For	For
6.5	Ratify KPMG AG as Auditors	Mgmt	For	For	For
7.1	Approve Remuneration of Directors in the Amount of CHF 3 Million	Mgmt	For	For	For

Givaudan SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7.2.1	Approve Short-Term Variable Remuneration of Executive Committee in the Amount of CHF 7 Million	Mgmt	For	For	For
7.2.2	Approve Fixed and Long-Term Variable Remuneration of Executive Committee in the Amount of CHF 16.5 Million	Mgmt	For	For	For
8	Transact Other Business (Voting)	Mgmt	For	Against	Against

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

Gjensidige Forsikring ASA

Meeting Date: 03/20/2025

Country: Norway

Ticker: GJF

Record Date: 03/13/2025

Meeting Type: Annual

Primary Security ID: R2763X101

Shares Voted: 26,779

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Open Meeting	Mgmt			
2	Elect Chair of Meeting	Mgmt	For	For	For
3	Registration of Attending Shareholders and Proxies	Mgmt			
4	Approve Notice of Meeting and Agenda	Mgmt	For	For	For
5	Designate Inspector(s) of Minutes of Meeting	Mgmt	For	For	For
6	Accept Financial Statements and Statutory Reports; Approve Allocation of Income and Dividends of NOK 9.00 Per Share; Approve Extraordinary Dividends of NOK 1.00 Per Share	Mgmt	For	For	For
7	Discuss Company's Corporate Governance Statement	Mgmt			
8	Approve Remuneration Statement	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this item is warranted due to the following: * The company's practice of bundling the weights, vaguely disclosing the performance criteria, and not disclosing the targets or achievement of the individual KPIs utilized in the STIP. * The lack of disclosure regarding the termination arrangements of former EVP, Janne Flessum.</i></p>					
9	Approve Remuneration Policy And Other Terms of Employment For Executive Management	Mgmt	For	For	For

Gjensidige Forsikring ASA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10.a	Authorize Board to Distribute Dividends	Mgmt	For	For	For
10.b	Approve Equity Plan Financing Through Share Repurchase Program	Mgmt	For	For	For
10.c	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For	For
10.d	Approve Creation of NOK 100 Million Pool of Capital without Preemptive Rights	Mgmt	For	For	For
10.e	Authorize Board to Raise Subordinated Loans and Other External Financing	Mgmt	For	For	For
11.a	Reelect Eivind Elnan, Gunnar Robert Sellaeg, Gyrid Skalleberg Ingero and Tor Magne Lonnum as Directors; Elect Dag Mejdell (Chair), Mari Thjomoe and Simona Trombetta as New Directors	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because less than half of the members on the remuneration committee are considered independent, and because candidate Gyrid Skalleberg Ingeroe is considered overboarded.</i></p>					
11.b1	Reelect Trine Riis Groven (Chair) as Member of Nominating Committee	Mgmt	For	For	For
11.b2	Reelect Hans Seierstad as Member of Nominating Committee	Mgmt	For	For	For
11.b3	Reelect Henrik Bachke Madsen as Member of Nominating Committee	Mgmt	For	For	For
11.b4	Reelect Inger Groggaard Stensaker as Member of Nominating Committee	Mgmt	For	For	For
11.b5	Reelect Pernille Moen Masdal as Member of Nominating Committee	Mgmt	For	For	For
11.c	Ratify Deloitte as Auditors	Mgmt	For	For	For
12	Approve Remuneration of Directors; Approve Remuneration of Auditors; Approve Remuneration for Committee Work	Mgmt	For	For	For

Keysight Technologies, Inc.

Meeting Date: 03/20/2025

Country: USA

Ticker: KEYS

Record Date: 01/22/2025

Meeting Type: Annual

Primary Security ID: 49338L103

Keysight Technologies, Inc.

Shares Voted: 1,656

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director James G. Cullen	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: This director is held accountable because the board failed to ensure a sufficient level of gender diversity.</i>				
1.2	Elect Director Michelle J. Holthaus	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: This director is held accountable because the board failed to ensure a sufficient level of gender diversity.</i>				
1.3	Elect Director Jean M. Nye	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: This director is held accountable because the board failed to ensure a sufficient level of gender diversity.</i>				
1.4	Elect Director Joanne B. Olsen	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: This director is held accountable because the board failed to ensure a sufficient level of gender diversity.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Declassify the Board of Directors	SH	Against	For	For
	<i>Voting Policy Rationale: A vote FOR Declassifying the Board of Directors (Item 4) is warranted as it would enhance board accountability to shareholders.</i>				

LG Energy Solution Ltd.

Meeting Date: 03/20/2025

Country: South Korea

Ticker: 373220

Record Date: 12/31/2024

Meeting Type: Annual

Primary Security ID: Y5S5CG102

Shares Voted: 5,106

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Financial Statements and Allocation of Income	Mgmt	For	For	For
2.1	Elect Kwon Bong-seok as Non-Independent Non-Executive Director	Mgmt	For	For	For
2.2	Elect Lee Chang-sil as Inside Director	Mgmt	For	For	For
3	Approve Total Remuneration of Inside Directors and Outside Directors	Mgmt	For	For	For

Meeting Date: 03/20/2025

Country: Finland

Ticker: NDA.FI

Record Date: 03/10/2025

Meeting Type: Annual

Primary Security ID: X5S8VL105

Shares Voted: 48,069

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Open Meeting	Mgmt			
2	Call the Meeting to Order	Mgmt			
3	Designate Inspector or Shareholder Representative(s) of Minutes of Meeting	Mgmt			
4	Acknowledge Proper Convening of Meeting	Mgmt			
5	Prepare and Approve List of Shareholders	Mgmt			
6	Receive Financial Statements and Statutory Reports; Receive President Review	Mgmt			
7	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
8	Approve Allocation of Income and Dividends of EUR 0.94 Per Share	Mgmt	For	For	For
9	Approve Discharge of Board and President	Mgmt	For	For	For
10	Approve Remuneration Report (Advisory Vote)	Mgmt	For	For	For
11	Approve Remuneration of Directors in the Amount of EUR 400,000 for Chair, EUR 180,000 for Vice Chair and EUR 112,000 for Other Directors; Approve Remuneration for Committee Work; Approve Legal and Administrative Fees	Mgmt	For	For	For
12	Fix Number of Directors (10) and Deputy Directors (1)	Mgmt	For	For	For
13.a	Reelect Sir Stephen Hester (Chair) as Director	Mgmt	For	For	For
13.b	Reelect Petra van Hoeken as Director	Mgmt	For	For	For
13.c	Reelect John Maltby as Director	Mgmt	For	For	For
13.d	Reelect Risto Murto as Director	Mgmt	For	For	For
13.e	Reelect Lars Rohde as Director	Mgmt	For	For	For
13.f	Reelect Lene Skole as Director	Mgmt	For	For	For
13.g	Reelect Per Stromberg as Director	Mgmt	For	For	For

Nordea Bank Abp

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
13.h	Reelect Jonas Synnergren as Director	Mgmt	For	For	For
13.i	Reelect Arja Talma as Director	Mgmt	For	For	For
13.j	Reelect Kjersti Wiklund as Director	Mgmt	For	For	For
14	Approve Remuneration of Auditor	Mgmt	For	For	For
15	Ratify PricewaterhouseCoopers as Auditors	Mgmt	For	For	For
16	Approve Remuneration of Auditor for Sustainability Reporting	Mgmt	For	For	For
17	Appoint PricewaterhouseCoopers as Auditor for Sustainability Reporting	Mgmt	For	For	For
18	Amend Charter for the Shareholders Nomination Board	Mgmt	For	For	For
19	Approve Issuance of Convertible Instruments without Preemptive Rights	Mgmt	For	For	For
20	Authorize Share Repurchase Program in the Securities Trading Business	Mgmt	For	For	For
21	Authorize Reissuance of Repurchased Shares	Mgmt	For	For	For
22	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For	For
23	Approve Issuance of up to 30 Million Shares without Preemptive Rights	Mgmt	For	For	For
	Shareholder Proposals Submitted by Swedish Society for Nature Conservation and Action Aid Denmark	Mgmt			
24	Approve Business Activities in Line with the Paris Agreement	SH	Against	Against	Against
25	Close Meeting	Mgmt			

Samsung Life Insurance Co., Ltd.

Meeting Date: 03/20/2025

Country: South Korea

Ticker: 032830

Record Date: 12/31/2024

Meeting Type: Annual

Primary Security ID: Y74860100

Samsung Life Insurance Co., Ltd.

Shares Voted: 1,759

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Financial Statements and Allocation of Income	Mgmt	For	For	For
2.1	Amend Articles of Incorporation (Board Committee)	Mgmt	For	For	For
2.2	Amend Articles of Incorporation (Model AOI)	Mgmt	For	For	For
3.1.1	Elect Heo Gyeong-ock as Outside Director	Mgmt	For	For	For
3.1.2	Elect Koo Yoon-cheol as Outside Director	Mgmt	For	For	For
3.2.1	Elect Park Jun-gyu as Inside Director	Mgmt	For	For	For
3.2.2	Elect Lee Wan-sam as Inside Director	Mgmt	For	For	For
4.1	Elect Heo Gyeong-ock as a Member of Audit Committee	Mgmt	For	For	For
4.2	Elect Koo Yoon-cheol as a Member of Audit Committee	Mgmt	For	For	For
5	Elect Yoo Il-ho as Outside Director to Serve as an Audit Committee Member	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST Il-ho Yoo (Item 5) is warranted, as his inaction to remove director with serious governance failure is in itself indicative of material failure of governance and oversight at the company. A vote FOR the remaining nominees is warranted.</i></p>					
6	Approve Total Remuneration of Inside Directors and Outside Directors	Mgmt	For	For	For

Sydbank A/S

Meeting Date: 03/20/2025

Country: Denmark

Ticker: SYDB

Record Date: 03/13/2025

Meeting Type: Annual

Primary Security ID: K9419V113

Shares Voted: 547

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Report of Board	Mgmt			
2	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
3	Approve Allocation of Income and Dividends	Mgmt	For	For	For
4	Approve Remuneration Report (Advisory Vote)	Mgmt	For	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5.1	Reelect Peter S. Sorensen as Member of Committee of Representatives	Mgmt	For	For	For
5.2	Elect Frederikke Pontoppidan Nissen as New Member of Committee of Representatives	Mgmt	For	For	For
5.3	Reelect Svend Erik Kriby as Member of Committee of Representatives	Mgmt	For	For	For
5.4	Reelect Janne Moltke-Leth as Member of Committee of Representatives	Mgmt	For	For	For
5.5	Elect Aksel Bjorn Moller as New Member of Committee of Representatives	Mgmt	For	For	For
5.6	Reelect Gitte Poulsen as Member of Committee of Representatives	Mgmt	For	For	For
5.7	Reelect Richard Fynbo as Member of Committee of Representatives	Mgmt	For	For	For
5.8	Elect Per Dam Jensen as New Member of Committee of Representatives	Mgmt	For	For	For
5.9	Reelect Lars Thuro Moller as Member of Committee of Representatives	Mgmt	For	For	For
5.10	Reelect Jan Osterskov as Member of Committee of Representatives	Mgmt	For	For	For
5.11	Elect Brian Ostergaard Roed as New Member of Committee of Representatives	Mgmt	For	For	For
5.12	Elect Pernille Vastrup as New Member of Committee of Representatives	Mgmt	For	For	For
5.13	Reelect Ellen Trane Norby as Member of Committee of Representatives	Mgmt	For	For	For
5.14	Reelect Bente Rasmussen as Member of Committee of Representatives	Mgmt	For	For	For
5.15	Elect Charlotte Stahlsmidt as New Member of Committee of Representatives	Mgmt	For	For	For
5.16	Reelect Lasse Meldgaard as Member of Committee of Representatives	Mgmt	For	For	For
5.17	Reelect Hanni Toosbuy as Member of Committee of Representatives	Mgmt	For	For	For

Sydbank A/S

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5.18	Reelect Leo Gronvall as Member of Committee of Representatives	Mgmt	For	For	For
5.19	Reelect Andreas Bernhard Kirk as Member of Committee of Representatives	Mgmt	For	For	For
5.20	Reelect Peter Vang Christensen as Member of Committee of Representatives	Mgmt	For	For	For
6	Ratify PricewaterhouseCoopers as Auditors; Ratify PricewaterhouseCoopers as Auditors for Sustainability Reporting	Mgmt	For	For	For
7.a	Approve Remuneration of Directors in the Amount of DKK 1.2 Million for Chair, DKK 705,549 for Vice Chair, and DKK 403,170 for Other Directors; Approve Remuneration for Committee Work	Mgmt	For	For	For
7.b	Approve Guidelines for Incentive-Based Compensation for Executive Management and Board	Mgmt	For	For	For
7.c	Approve DKK 33.8 Million Reduction in Share Capital via Share Cancellation	Mgmt	For	For	For
7.d	Amend Articles Re: Article 8(2)	Mgmt	For	For	For
7.e	Amend Articles Re: Article 14(3)	Mgmt	For	For	For
	Shareholder Proposal Submitted by Steffen Rojahn	Mgmt			
7.f	Prepare an Official Acquisition Offer to Acquire Fynske Bank A/S	SH	Against	Against	Against
	Management Proposals	Mgmt			
8	Authorize Share Repurchase Program	Mgmt	For	For	For
9	Other Business	Mgmt			

The Walt Disney Company

Meeting Date: 03/20/2025

Country: USA

Ticker: DIS

Record Date: 01/21/2025

Meeting Type: Annual

Primary Security ID: 254687106

The Walt Disney Company

Shares Voted: 13,675

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Mary T. Barra	Mgmt	For	For	For
1b	Elect Director Amy L. Chang	Mgmt	For	For	For
1c	Elect Director D. Jeremy Darroch	Mgmt	For	For	For
1d	Elect Director Carolyn N. Everson	Mgmt	For	For	For
1e	Elect Director Michael B.G. Froman	Mgmt	For	For	For
1f	Elect Director James P. Gorman	Mgmt	For	For	For
1g	Elect Director Robert A. Iger	Mgmt	For	For	For
1h	Elect Director Maria Elena Lagomasino	Mgmt	For	For	For
1i	Elect Director Calvin R. McDonald	Mgmt	For	For	For
1j	Elect Director Derica W. Rice	Mgmt	For	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Report on Climate Risk in Retirement Plan Options	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this resolution is warranted. The information requested in the report would not only complement and enhance the company's existing commitments regarding climate change, but also allow shareholders to better evaluate the company's management of related risks.</i></p>					
5	Reconsider Participation in Human Rights Campaign's Corporate Equality Index	SH	Against	Against	Against
6	Report on Risks of Discriminating Based on Religious and Political Views	SH	Against	Against	Against

Yuhan Corp.

Meeting Date: 03/20/2025

Country: South Korea

Ticker: 000100

Record Date: 12/31/2024

Meeting Type: Annual

Primary Security ID: Y9873D109

Shares Voted: 716

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Financial Statements and Allocation of Income	Mgmt	For	For	For

Yuhan Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Amend Articles of Incorporation	Mgmt	For	For	For
3	Approve Total Remuneration of Inside Directors and Outside Directors	Mgmt	For	For	For

Beijing-Shanghai High-Speed Railway Co., Ltd.

Meeting Date: 03/21/2025 **Country:** China **Ticker:** 601816
Record Date: 03/14/2025 **Meeting Type:** Special
Primary Security ID: Y0S031107

Shares Voted: 377,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Zhao Jun as Non-independent Director	Mgmt	For	For	For

China Merchants Expressway Network Technology Hlds Co., Ltd.

Meeting Date: 03/21/2025 **Country:** China **Ticker:** 001965
Record Date: 03/14/2025 **Meeting Type:** Special
Primary Security ID: Y1504Y107

Shares Voted: 42,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	ELECT NON-INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt			
1.1	Elect Zhang Hua as Director	Mgmt	For	For	For
1.2	Elect Cai Yun as Director	Mgmt	For	For	For

Kao Corp.

Meeting Date: 03/21/2025 **Country:** Japan **Ticker:** 4452
Record Date: 12/31/2024 **Meeting Type:** Annual
Primary Security ID: J30642169

Shares Voted: 2,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 76	Mgmt	For	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.1	Elect Director Hasebe, Yoshihiro	Mgmt	For	For	For
2.2	Elect Director Negoro, Masakazu	Mgmt	For	For	For
2.3	Elect Director Nishiguchi, Toru	Mgmt	For	For	For
2.4	Elect Director Lisa MacCallum	Mgmt	For	For	For
2.5	Elect Director Shinobe, Osamu	Mgmt	For	For	For
2.6	Elect Director Sakurai, Eriko	Mgmt	For	For	For
2.7	Elect Director Nishii, Takaaki	Mgmt	For	For	For
2.8	Elect Director Takashima, Makoto	Mgmt	For	For	For
2.9	Elect Director Sarah L. Casanova	Mgmt	For	For	For
3.1	Appoint Statutory Auditor Murata, Mami	Mgmt	For	For	For
3.2	Appoint Statutory Auditor Naito, Junya	Mgmt	For	For	For
4.1	Appoint Shareholder Director Nominee Yannis Skoufalos	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this shareholder nominee is recommended because: - The appointment of Yannis Skoufalos could bring extensive expertise in global supply chain and relevant experience from one of the largest international consumer goods companies, which could be beneficial for optimizing Kao's supply chain operations and driving operational improvements.</i></p>					
4.2	Appoint Shareholder Director Nominee Martha Velando	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this shareholder nominee is recommended because: - The appointment of Martha Velando could bring strong consumer marketing expertise and relevant industry and brand development experience in cosmetics, health and beauty, that are currently lacking on the board.</i></p>					
4.3	Appoint Shareholder Director Nominee Lanchi Venator	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this shareholder nominee is recommended because: - Given Lanchi Venator's senior leadership level experience, relevant cosmetics industry experience and strong background in strategy development, financial planning and analysis, the nominee's addition to the board would help support management's overall strategy execution.</i></p>					
4.4	Appoint Shareholder Director Nominee Hugh G. Dineen	SH	Against	Against	Against
4.5	Appoint Shareholder Director Nominee Anja Lagodny	SH	Against	Against	Against
5	Approve Compensation Ceiling for Outside Directors	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this shareholder proposal is warranted because: - The current JPY 100 million sub-ceiling would be insufficient for the eight outside directors, and the proposed ceiling does not appear excessive.</i></p>					
6	Approve Restricted Stock Plan for Outside Directors	SH	Against	For	For
<p><i>Voting Policy Rationale: A vote FOR this shareholder proposal is recommended because: - This plan is likely to help sharpen recipients' focus on share price performance and align their interests more closely with those of shareholders.</i></p>					

Kao Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Approve Performance Share Plan and Restricted Stock Plan	SH	Against	For	For

Voting Policy Rationale: A vote FOR this shareholder proposal is recommended because: - The dissident's plan appears to better align the interests of the plan participants with those of shareholders than the current management's plan as the performance hurdles are more explicitly linked to operating performance whose improvement is a focal point of the proxy contest.

Kubota Corp.

Meeting Date: 03/21/2025 **Country:** Japan **Ticker:** 6326
Record Date: 12/31/2024 **Meeting Type:** Annual
Primary Security ID: J36662138

Shares Voted: 29,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Kitao, Yuichi	Mgmt	For	For	For
1.2	Elect Director Hanada, Shingo	Mgmt	For	For	For
1.3	Elect Director Kimura, Hiroto	Mgmt	For	For	For
1.4	Elect Director Yoshikawa, Masato	Mgmt	For	For	For
1.5	Elect Director Watanabe, Dai	Mgmt	For	For	For
1.6	Elect Director Yoshioka, Eiji	Mgmt	For	For	For
1.7	Elect Director Shintaku, Yutaro	Mgmt	For	For	For
1.8	Elect Director Arakane, Kumi	Mgmt	For	For	For
1.9	Elect Director Kawana, Koichi	Mgmt	For	For	For
1.10	Elect Director Furusawa, Yuri	Mgmt	For	For	For
1.11	Elect Director Yamashita, Yoshinori	Mgmt	For	For	For
2	Appoint Statutory Auditor Ino, Setsuko	Mgmt	For	For	For
3	Appoint Alternate Statutory Auditor Iwamoto, Hogara	Mgmt	For	For	For
4	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For	For

Akbank TAS

Meeting Date: 03/24/2025 **Country:** Turkey **Ticker:** AKBNK.E
Record Date: **Meeting Type:** Annual
Primary Security ID: M0300L106

Shares Voted: 41,231

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt			
1	Open Meeting and Elect Presiding Council of Meeting	Mgmt	For	For	For
2	Accept Board Report	Mgmt	For	For	For
3	Accept Audit Report	Mgmt	For	For	For
4	Accept Financial Statements	Mgmt	For	For	For
5	Approve Discharge of Board	Mgmt	For	For	For
6	Approve Allocation of Income	Mgmt	For	For	For
7	Elect Directors	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this item is warranted, as the board and the audit committee do not meet the independence requirements.</i>					
8	Approve Director Remuneration	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted as the company did not disclose the proposed board fees, which prevents shareholders from making an informed voting decision.</i>					
9	Ratify External Auditors	Mgmt	For	For	For
10	Receive Information on Donations Made in 2024	Mgmt			
11	Approve Upper Limit of Donations for 2025	Mgmt	For	Against	Against
<i>Voting Policy Rationale: This item warrants a vote AGAINST due to a lack of disclosure on the resolution.</i>					
12	Grant Permission for Board Members to Engage in Commercial Transactions with Company and Be Involved with Companies with Similar Corporate Purpose in Accordance with Articles 395 and 396 of Turkish Commercial Law	Mgmt	For	For	For
13	Receive Information on Bank Charging Policy	Mgmt			

Kesko Oyj

Meeting Date: 03/24/2025

Country: Finland

Ticker: KESKOB

Record Date: 03/12/2025

Meeting Type: Annual

Primary Security ID: X44874109

Shares Voted: 27,898

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Open Meeting	Mgmt			

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Call the Meeting to Order	Mgmt			
3	Designate Inspector or Shareholder Representative(s) of Minutes of Meeting	Mgmt			
4	Acknowledge Proper Convening of Meeting	Mgmt			
5	Prepare and Approve List of Shareholders	Mgmt			
6	Receive CEO's Review	Mgmt			
7	Receive Financial Statements and Statutory Reports	Mgmt			
8	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
9	Approve Allocation of Income and Dividends of EUR 0.90 Per Share	Mgmt	For	For	For
10	Approve Discharge of Board and President	Mgmt	For	For	For
11	Approve Remuneration Report (Advisory Vote)	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this item is warranted because the company has not disclosed targets and weights attached to the annual bonus.</i></p>					
12	Approve Remuneration of Directors in the Amount of EUR 120,000 for Chair, EUR 75,000 for Vice Chair and EUR 55,000 for Other Directors; Approve Meeting Fees; Approve Remuneration for Committee Work	Mgmt	For	For	For
13	Fix Number of Directors at Seven	Mgmt	For	For	For
14	Reelect Esa Kiiskinen, Jannica Fagerholm, Pauli Jaakola, Piia Karhu, Jussi Perala, TimoRitakallio as Directors; Elect Tiina Alahuhta-Kasko as New Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because Pauli Jaakola is a representative of a shareholder benefitting from a share structure with unequal voting rights.</i></p>					
15	Approve Remuneration of Auditors	Mgmt	For	For	For
16	Ratify Deloitte as Auditors	Mgmt	For	For	For
17	Approve Remuneration of Auditor for Sustainability Reporting	Mgmt	For	For	For
18	Appoint Deloitte as Auditor for Sustainability Reporting	Mgmt	For	For	For
19	Authorize Share Repurchase Program	Mgmt	For	For	For

Kesko Oyj

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
20	Approve Issuance of up to 33 Million Class B Shares without Preemptive Rights	Mgmt	For	For	For
21	Approve Charitable Donations of up to EUR 300,000	Mgmt	For	For	For
22	Close Meeting	Mgmt			

NH Investment & Securities Co., Ltd.

Meeting Date: 03/24/2025 **Country:** South Korea **Ticker:** 005940
Record Date: 12/31/2024 **Meeting Type:** Annual
Primary Security ID: Y6S75L806

Shares Voted: 16,819

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Financial Statements and Allocation of Income	Mgmt	For	For	For
2	Amend Articles of Incorporation	Mgmt	For	For	For
3.1	Elect Oh Gwang-su as Outside Director	Mgmt	For	For	For
3.2	Elect Moon Yeon-woo as Non-Independent Non-Executive Director	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST Yeon-woo Moon (Item 3.2) is warranted, as his records of inaction to discharge directors from the board who have demonstrated a material failure of governance is in itself indicative of a material failure of governance and oversight at the company. A vote FOR the remaining nominees is warranted.</i>					
4.1	Elect Seo Eun-suk as Outside Director to serve as an Audit Committee Member	Mgmt	For	For	For
4.2	Elect Seo Jeong-won as Outside Director to serve as an Audit Committee Member	Mgmt	For	For	For
5	Approve Total Remuneration of Inside Directors and Outside Directors	Mgmt	For	For	For

POSCO DX Co., Ltd.

Meeting Date: 03/24/2025 **Country:** South Korea **Ticker:** 022100
Record Date: 12/31/2024 **Meeting Type:** Annual
Primary Security ID: Y7075C101

POSCO DX Co., Ltd.

Shares Voted: 5,196

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Financial Statements and Allocation of Income	Mgmt	For	For	For
2	Amend Articles of Incorporation	Mgmt	For	For	For
3.1	Elect Sim Min-seok as Inside Director	Mgmt	For	For	For
3.2	Elect Choi Tae-hwan as Inside Director	Mgmt	For	For	For
3.3	Elect Cho Min-young as Non-Independent Non-Executive Director	Mgmt	For	For	For
4	Approve Total Remuneration of Inside Directors and Outside Directors	Mgmt	For	For	For
5	Authorize Board to Fix Remuneration of Internal Auditor(s)	Mgmt	For	Against	Against

Voting Policy Rationale: A vote AGAINST this resolution is warranted. The company is not proposing an increase in the internal auditor's remuneration limit. However, based on Social Advisory Services' updated market data, the level of the internal auditor's remuneration cap is excessive compared to that of the market norm, and the company has not provided any reasonable justification for the excessive remuneration limit.

Amorepacific Corp.

Meeting Date: 03/25/2025

Country: South Korea

Ticker: 090430

Record Date: 12/31/2024

Meeting Type: Annual

Primary Security ID: Y01258105

Shares Voted: 415

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Financial Statements and Allocation of Income	Mgmt	For	For	For
2.1	Elect Ahn Hui-jun as Outside Director	Mgmt	For	For	For
2.2	Elect Choi In-ah as Outside Director	Mgmt	For	For	For
2.3	Elect Park Tae-jin as Outside Director	Mgmt	For	For	For
2.4	Elect Lee Ui-gyeong as Outside Director	Mgmt	For	For	For
3.1	Elect Ahn Hui-jun as a Member of Audit Committee	Mgmt	For	For	For
3.2	Elect Park Tae-jin as a Member of Audit Committee	Mgmt	For	For	For

Amorepacific Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Approve Total Remuneration of Inside Directors and Outside Directors	Mgmt	For	For	For

Bridgestone Corp.

Meeting Date: 03/25/2025 **Country:** Japan **Ticker:** 5108
Record Date: 12/31/2024 **Meeting Type:** Annual
Primary Security ID: J04578126

Shares Voted: 2,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 105	Mgmt	For	For	For
2.1	Elect Director Ishibashi, Shuichi	Mgmt	For	For	For
2.2	Elect Director Banno, Masato	Mgmt	For	For	For
2.3	Elect Director Scott Trevor Davis	Mgmt	For	For	For
2.4	Elect Director Masuda, Kenichi	Mgmt	For	For	For
2.5	Elect Director Yamamoto, Kenzo	Mgmt	For	For	For
2.6	Elect Director Suzuki, Yoko	Mgmt	For	For	For
2.7	Elect Director Kobayashi, Yukari	Mgmt	For	For	For
2.8	Elect Director Nakajima, Yasuhiro	Mgmt	For	For	For
2.9	Elect Director Morikawa, Noriko	Mgmt	For	For	For
2.10	Elect Director Itagaki, Toshiaki	Mgmt	For	For	For
2.11	Elect Director Matsuda, Akira	Mgmt	For	For	For
2.12	Elect Director Yoshimi, Tsuyoshi	Mgmt	For	For	For

Ecopro BM Co., Ltd.

Meeting Date: 03/25/2025 **Country:** South Korea **Ticker:** 247540
Record Date: 12/31/2024 **Meeting Type:** Annual
Primary Security ID: Y2243T102

Shares Voted: 986

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Financial Statements and Allocation of Income	Mgmt	For	For	For
2	Amend Articles of Incorporation	Mgmt	For	For	For
3.1	Elect Choi Moon-ho as Inside Director	Mgmt	For	For	For
3.2	Elect Kim Jang-woo as Inside Director	Mgmt	For	For	For
3.3	Elect Bae Moon-soon as Inside Director	Mgmt	For	For	For
3.4	Elect Kang Gi-seok as Outside Director	Mgmt	For	For	For
3.5	Elect Cho Jae-jeong as Outside Director	Mgmt	For	For	For
3.6	Elect Ahn Wan-gi as Outside Director	Mgmt	For	For	For
4	Elect Lee Hwa-ryeon as Outside Director to Serve as an Audit Committee Member	Mgmt	For	For	For
5.1	Elect Cho Jae-jeong as a Member of Audit Committee	Mgmt	For	For	For
5.2	Elect Lee Gi-hwan as a Member of Audit Committee	Mgmt	For	For	For
6	Approve Total Remuneration of Inside Directors and Outside Directors	Mgmt	For	For	For

Jyske Bank A/S

Meeting Date: 03/25/2025

Country: Denmark

Ticker: JYSK

Record Date: 03/18/2025

Meeting Type: Annual

Primary Security ID: K55633117

Shares Voted: 472

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
a	Receive Report of Board	Mgmt			
b	Accept Financial Statements and Statutory Reports; Approve Allocation of Income	Mgmt	For	For	For
c	Approve Remuneration Report (Advisory Vote)	Mgmt	For	For	For
d.1	Approve Remuneration of Committee of Representatives	Mgmt	For	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
d.2	Approve Remuneration of Directors	Mgmt	For	For	For
e	Authorize Share Repurchase Program	Mgmt	For	For	For
f.1	Approve DKK 27.7 Million Reduction in Share Capital via Share Cancellation	Mgmt	For	For	For
f.2	Amend Articles	Mgmt	For	For	For
f.3	Approve Creation of DKK 120 Million Pool of Capital with Preemptive Rights; Approve Creation of DKK 60 Million Pool of Capital without Preemptive Rights; Approve Convertible Loans with and without Preemptive Rights	Mgmt	For	For	For
g.1	Elect Members of Committee of Representatives (Vote for All Candidates)	Mgmt	For	For	For
g.1.1	Elect Anker Laden-Andersen as Member of Committee of Representatives	Mgmt	For	For	For
g.1.2	Elect Henrik Carstensen as Member of Committee of Representatives	Mgmt	For	For	For
g.1.3	Elect Lise Bjorn Jorgensen as Member of Committee of Representatives	Mgmt	For	For	For
g.1.4	Elect Palle Buhl Jorgensen as Member of Committee of Representatives	Mgmt	For	For	For
g.1.5	Elect Birgitte Haurum as Member of Committee of Representatives	Mgmt	For	For	For
g.1.6	Elect Bo Richard Ulsoe as Member of Committee of Representatives	Mgmt	For	For	For
g.1.7	Elect Carsten Jensen as Member of Committee of Representatives	Mgmt	For	For	For
g.1.8	Elect Christian Dybdal Christensen as Member of Committee of Representatives	Mgmt	For	For	For
g.1.9	Elect Elsebeth Lynge as Member of Committee of Representatives	Mgmt	For	For	For
g.110	Elect Erling Sorensen as Member of Committee of Representatives	Mgmt	For	For	For
g.111	Elect Ernst Kier as Member of Committee of Representatives	Mgmt	For	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
g.112	Elect Finn Langballe as Member of Committee of Representatives	Mgmt	For	For	For
g.113	Elect Hans Christian Schur as Member of Committee of Representatives	Mgmt	For	For	For
g.114	Elect Hans Mortensen as Member of Committee of Representatives	Mgmt	For	For	For
g.115	Elect Henning Fuglsang as Member of Committee of Representatives	Mgmt	For	For	For
g.116	Elect Jens Jorgen Hansen as Member of Committee of Representatives	Mgmt	For	For	For
g.117	Elect Kristina Skeldal Sorensen as Member of Committee of Representatives	Mgmt	For	For	For
g.118	Elect Ole Steffensen as Member of Committee of Representatives	Mgmt	For	For	For
g.119	Elect Poul Konrad Beck as Member of Committee of Representatives	Mgmt	For	For	For
g.120	Elect Steffen Falk Knudsen as Member of Committee of Representatives	Mgmt	For	For	For
g.121	Elect Stig Hellstern as Member of Committee of Representatives	Mgmt	For	For	For
g.122	Elect Soren Nygaard as Member of Committee of Representatives	Mgmt	For	For	For
g.123	Elect Tom Amby as Member of Committee of Representatives	Mgmt	For	For	For
g.124	Elect Bente Overgaard as Member of Committee of Representatives	Mgmt	For	For	For
g.125	Elect Per Schnack as Member of Committee of Representatives	Mgmt	For	For	For
g.126	Elect Peter Rosenkrands as Member of Committee of Representatives	Mgmt	For	For	For
g.127	Elect Simon Ahlfeldt Mortensen as Member of Committee of Representatives	Mgmt	For	For	For
g.128	Elect Diana Ostergaard as Member of Committee of Representatives	Mgmt	For	For	For
g.129	Elect Steen Hintze as Member of Committee of Representatives	Mgmt	For	For	For

Jyske Bank A/S

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
g.130	Elect Camilla Avlbjerg Christiansen as Member of Committee of Representatives	Mgmt	For	For	For
g.131	Elect Eva Berner as Member of Committee of Representatives	Mgmt	For	For	For
g.132	Elect Jesper Norup as Member of Committee of Representatives	Mgmt	For	For	For
g.133	Elect Lisbeth Henriksen as Member of Committee of Representatives	Mgmt	For	For	For
g.134	Elect Pia Moller Rasmussen as Member of Committee of Representatives	Mgmt	For	For	For
g.135	Elect Christel Arpalice Piron as Member of Committee of Representatives	Mgmt	For	For	For
g.136	Elect Lars Andersen as Member of Committee of Representatives	Mgmt	For	For	For
g.2.1	Reelect Lisbeth Holm as Director	Mgmt	For	For	For
g.2.2	Reelect Glenn Soderholm as Director	Mgmt	For	For	For
h.1	Ratify Ernst & Young as Auditor	Mgmt	For	For	For
h.2	Ratify Ernst & Young as Authorized Sustainability Auditor	Mgmt	For	For	For
i	Other Business	Mgmt			

LG H&H Co., Ltd.

Meeting Date: 03/25/2025 **Country:** South Korea **Ticker:** 051900
Record Date: 12/31/2024 **Meeting Type:** Annual
Primary Security ID: Y5275R100

Shares Voted: 195

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Financial Statements and Allocation of Income	Mgmt	For	For	For
2	Amend Articles of Incorporation	Mgmt	For	For	For
3.1	Elect Lee Myeong-seok as Inside Director	Mgmt	For	For	For
3.2	Elect Lee Sang-cheol as Outside Director	Mgmt	For	For	For

LG H&H Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.3	Elect Lee Seung-yoon as Outside Director	Mgmt	For	For	For
4	Elect Lee Woo-young as Outside Director to serve as an Audit Committee Member	Mgmt	For	For	For
5.1	Elect Lee Sang-cheol as a Member of Audit Committee	Mgmt	For	For	For
5.2	Elect Lee Seung-yoon as a Member of Audit Committee	Mgmt	For	For	For
6	Approve Total Remuneration of Inside Directors and Outside Directors	Mgmt	For	For	For

LS Electric Co., Ltd.

Meeting Date: 03/25/2025 **Country:** South Korea **Ticker:** 010120
Record Date: 12/31/2024 **Meeting Type:** Annual
Primary Security ID: Y5355Q105

Shares Voted: 729

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Financial Statements and Allocation of Income	Mgmt	For	For	For
2	Amend Articles of Incorporation	Mgmt	For	For	For
3.1	Elect Chae Dae-seok as Inside Director	Mgmt	For	For	For
3.2	Elect Song Won-ja as Outside Director	Mgmt	For	For	For
4	Elect Song Won-ja as a Member of Audit Committee	Mgmt	For	For	For
5	Approve Total Remuneration of Inside Directors and Outside Directors	Mgmt	For	For	For

McDonald's Holdings Co. (Japan) Ltd.

Meeting Date: 03/25/2025 **Country:** Japan **Ticker:** 2702
Record Date: 12/31/2024 **Meeting Type:** Annual
Primary Security ID: J4261C109

Shares Voted: 500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 49	Mgmt	For	For	For

McDonald's Holdings Co. (Japan) Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.1	Elect Director Fusako Znaiden	Mgmt	For	For	For
2.2	Elect Director Saito, Yukiko	Mgmt	For	For	For
2.3	Elect Director Andrew Gregory	Mgmt	For	For	For
2.4	Elect Director Nikolaus Piza	Mgmt	For	For	For
2.5	Elect Director Tashiro, Yuko	Mgmt	For	For	For
3	Approve Director Retirement Bonus	Mgmt	For	Against	Against

*Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * The bonus amounts are not disclosed.*

MonotaRO Co., Ltd.

Meeting Date: 03/25/2025

Country: Japan

Ticker: 3064

Record Date: 12/31/2024

Meeting Type: Annual

Primary Security ID: J46583100

Shares Voted: 1,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 10	Mgmt	For	For	For
2	Amend Articles to Make Technical Changes	Mgmt	For	For	For
3.1	Elect Director Suzuki, Masaya	Mgmt	For	For	For
3.2	Elect Director Tamura, Sakuya	Mgmt	For	For	For
3.3	Elect Director Kishida, Masahiro	Mgmt	For	For	For
3.4	Elect Director Ise, Tomoko	Mgmt	For	For	For
3.5	Elect Director Sagiya, Mari	Mgmt	For	For	For
3.6	Elect Director Miura, Hiroshi	Mgmt	For	For	For
3.7	Elect Director Nakashima, Kiyoshi	Mgmt	For	For	For
3.8	Elect Director Peter Kenevan	Mgmt	For	For	For
3.9	Elect Director Barry Greenhouse	Mgmt	For	For	For

Roche Holding AG

Meeting Date: 03/25/2025

Country: Switzerland

Ticker: ROG

Record Date:

Meeting Type: Annual

Primary Security ID: H69293217

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
2.1	Approve Remuneration Report	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST the remuneration report is warranted because: - There is insufficient ex-post disclosure to explain the evolution of variable payouts versus company performance. - The remuneration committee uses discretion when setting the weightings of performance criteria and in the allocation of bonus payouts under STI. - LTI awards are allocated on a discretionary basis and the awards are not subject to any performance conditions. - The CEO compensation package has not been well explained, and the base salary appears to significantly exceed the Social Advisory Services' selected peer median level. Moreover, there are concerns related to the pay for performance alignment with respect to realized CEO pay versus TSR performance relative to peers. - The board chair continues to receive pension benefits in the year under review.</i></p>					
2.2	Approve Sustainability Report	Mgmt	For	For	For
3	Approve CHF 10.2 Million in Bonuses to the Corporate Executive Committee for Fiscal Year 2024	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this item is warranted because the proposal implies excessive flexibility to award compensation increases and it has not been well explained.</i></p>					
4	Approve Discharge of Board and Senior Management	Mgmt	For	For	For
5	Approve Allocation of Income and Dividends of CHF 9.70 per Share	Mgmt	For	For	For
6.1	Reelect Severin Schwan as Director and Board Chair	Mgmt	For	For	For
6.2	Reelect Andre Hoffmann as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Board elections (Items 6.1 - 6.10) Votes AGAINST Joerg Duschmale and Andre Hoffmann are warranted because they are beneficiaries of the company's unequal voting structure. Votes FOR all remaining nominees are warranted due to lack of concerns. Compensation committee elections (Items 6.11-6.13) Votes AGAINST the non-independent nominees Richard Lifton and Joerg Duschmale are warranted due to the failure to establish a majority-independent committee. A vote AGAINST Joerg Duschmale is further warranted because his election to the board does not warrant support. A vote FOR the independent nominee is warranted due to a lack of concerns.</i></p>					
6.3	Reelect Joerg Duschmale as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Board elections (Items 6.1 - 6.10) Votes AGAINST Joerg Duschmale and Andre Hoffmann are warranted because they are beneficiaries of the company's unequal voting structure. Votes FOR all remaining nominees are warranted due to lack of concerns. Compensation committee elections (Items 6.11-6.13) Votes AGAINST the non-independent nominees Richard Lifton and Joerg Duschmale are warranted due to the failure to establish a majority-independent committee. A vote AGAINST Joerg Duschmale is further warranted because his election to the board does not warrant support. A vote FOR the independent nominee is warranted due to a lack of concerns.</i></p>					
6.4	Reelect Patrick Frost as Director	Mgmt	For	For	For
6.5	Reelect Anita Hauser as Director	Mgmt	For	For	For
6.6	Reelect Akiko Iwasaki as Director	Mgmt	For	For	For
6.7	Reelect Richard Lifton as Director	Mgmt	For	For	For
6.8	Reelect Jemilah Mahmood as Director	Mgmt	For	For	For

Roche Holding AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6.9	Reelect Mark Schneider as Director	Mgmt	For	For	For
6.10	Reelect Claudia Dyckerhoff as Director	Mgmt	For	For	For
6.11	Reappoint Joerg Duschmale as Member of the Compensation Committee	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Board elections (Items 6.1 6.10) Votes AGAINST Joerg Duschmale and Andre Hoffmann are warranted because they are beneficiaries of the company's unequal voting structure. Votes FOR all remaining nominees are warranted due to lack of concerns. Compensation committee elections (Items 6.11-6.13) Votes AGAINST the non-independent nominees Richard Lifton and Joerg Duschmale are warranted due to the failure to establish a majority-independent committee. A vote AGAINST Joerg Duschmale is further warranted because his election to the board does not warrant support. A vote FOR the independent nominee is warranted due to a lack of concerns.</i></p>					
6.12	Reappoint Anita Hauser as Member of the Compensation Committee	Mgmt	For	For	For
6.13	Reappoint Richard Lifton as Member of the Compensation Committee	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Board elections (Items 6.1 6.10) Votes AGAINST Joerg Duschmale and Andre Hoffmann are warranted because they are beneficiaries of the company's unequal voting structure. Votes FOR all remaining nominees are warranted due to lack of concerns. Compensation committee elections (Items 6.11-6.13) Votes AGAINST the non-independent nominees Richard Lifton and Joerg Duschmale are warranted due to the failure to establish a majority-independent committee. A vote AGAINST Joerg Duschmale is further warranted because his election to the board does not warrant support. A vote FOR the independent nominee is warranted due to a lack of concerns.</i></p>					
7	Approve Remuneration of Directors in the Amount of CHF 12 Million	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this resolution is warranted due to concerns regarding the quantum levels of the fees paid to the chairman of the board of directors and the lack of a compelling explanation therefor.</i></p>					
8	Approve Remuneration of Executive Committee in the Amount of CHF 38 Million	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this item is warranted because the proposal implies excessive flexibility to award compensation increases and it has not been well explained.</i></p>					
9	Designate Testaris AG as Independent Proxy	Mgmt	For	For	For
10	Ratify KPMG AG as Auditors	Mgmt	For	For	For
11	Transact Other Business (Voting)	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST is warranted because: - This item concerns additional instructions from the shareholder to the proxy in case new voting items or counterproposals are introduced at the meeting by shareholders or the board of directors; and - The content of any new items or counterproposals is not known at this time. Therefore, it is in shareholders' best interest to vote against this item on a precautionary basis.</i></p>					

Roche Holding AG

Meeting Date: 03/25/2025

Country: Switzerland

Ticker: ROG

Record Date:

Meeting Type: Annual

Primary Security ID: H69293217

Shares Voted: 0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Broadridge Only Meeting Vote For If You Intend On Participating In This Meeting. This Is To Enable The Sub-custodian To Create A Blocking Certificate On Your Behalf.	Mgmt	None	Refer	Do Not Vote

Voting Policy Rationale: This is a Broadridge only meeting. Vote FOR if you intend on participating in this meeting. This is to enable the sub-custodian to create a blocking certificate on your behalf.

Sartorius Stedim Biotech SA

Meeting Date: 03/25/2025

Country: France

Ticker: DIM

Record Date: 03/21/2025

Meeting Type: Annual/Special

Primary Security ID: F8005V210

Shares Voted: 206

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Extraordinary Business Amend Article 15.3 of Bylaws Re: Directors Length of Term	Mgmt	For	Against	Against
2	Amend Article 17.5 of Bylaws Re: Virtual Participation	Mgmt	For	For	For
3	Ordinary Business Approve Financial Statements and Discharge Directors	Mgmt	For	For	For
4	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
5	Approve Allocation of Income and Dividends of EUR 0.69 per Share	Mgmt	For	For	For
6	Approve Remuneration Policy of Directors; Approve Remuneration of Directors in the Aggregate Amount of EUR 640,000	Mgmt	For	For	For
7	Approve Compensation Report of Corporate Officers	Mgmt	For	Against	Against

Voting Policy Rationale: A vote AGAINST this remuneration report is warranted because there is an absence of any board responsiveness following shareholders' dissent at the previous AGM while there has been serious concern regarding the remuneration practices over the past FYs.

Sartorius Stedim Biotech SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8	Approve Compensation of Chairman of the Board	Mgmt	For	For	For
9	Approve Compensation of CEO	Mgmt	For	For	For
10	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For	For
11	Approve Remuneration Policy of CEO	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this remuneration policy is warranted as: - The base salary increased, and the company failed to provide a compelling rationale; - The company fails to disclose a binding bonus and LTIP cap; and - The remuneration granted is paid by Sartorius AG then reinvoiced.</i></p>					
12	Reelect Joachim Kreuzburg as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: - A vote FOR the reelection of this independent nominee is warranted in the absence of specific concerns (Item 14). - Votes FOR the (re)elections of these non-independent nominees are warranted given the satisfactory level of board independence (33.3 percent vs 33.3 percent recommended) and the absence of specific concerns (Items, 13, 16 and 17). - Votes AGAINST the reelections of non-independent nominees (Joachim Kreuzburg and Lothar Kappich) are warranted since they are affiliated with shareholders benefitting from the company's distortive voting structure (Items 12 and 15).</i></p>					
13	Reelect Rene Faber as Director	Mgmt	For	For	For
14	Reelect Pascale Boissel as Director	Mgmt	For	For	For
15	Reelect Lothar Kappich as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: - A vote FOR the reelection of this independent nominee is warranted in the absence of specific concerns (Item 14). - Votes FOR the (re)elections of these non-independent nominees are warranted given the satisfactory level of board independence (33.3 percent vs 33.3 percent recommended) and the absence of specific concerns (Items, 13, 16 and 17). - Votes AGAINST the reelections of non-independent nominees (Joachim Kreuzburg and Lothar Kappich) are warranted since they are affiliated with shareholders benefitting from the company's distortive voting structure (Items 12 and 15).</i></p>					
16	Elect Christopher Nowers as Director	Mgmt	For	For	For
17	Elect Cecile Dussart as Director	Mgmt	For	For	For
18	Authorize Repurchase of Up to 0.10 Percent of Issued Share Capital	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: This resolution warrants a vote AGAINST as the share repurchase program can be continued during a takeover period.</i></p>					
19	Extraordinary Business	Mgmt			
19	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights (Rights Issue) up to Aggregate Nominal Amount of EUR 6 Million	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: - Votes AGAINST the authorizations under Items 20, 21, 23 and 24 are warranted as they would bring the total volume for issuances without preemptive rights above the recommended limit of 10-percent of the outstanding capital. - Votes AGAINST the authorizations under Items 20 and 21 are warranted as the maximum discount allowed under these authorizations is not disclosed and may exceed the acceptable limit of 10 percent. - Votes AGAINST the authorizations under Items 19, 20, 21 and 24 are warranted as the possibility of use during a takeover period is not excluded. - Item 22 warrants a vote FOR even though the authorization can be used during takeover period given the clear rationale supporting this non routine authorization and its limited amount.</i></p>					

Sartorius Stedim Biotech SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
20	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 6 Million	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: - Votes AGAINST the authorizations under Items 20, 21, 23 and 24 are warranted as they would bring the total volume for issuances without preemptive rights above the recommended limit of 10-percent of the outstanding capital. - Votes AGAINST the authorizations under Items 20 and 21 are warranted as the maximum discount allowed under these authorizations is not disclosed and may exceed the acceptable limit of 10 percent. - Votes AGAINST the authorizations under Items 19, 20, 21 and 24 are warranted as the possibility of use during a takeover period is not excluded. - Item 22 warrants a vote FOR even though the authorization can be used during takeover period given the clear rationale supporting this non routine authorization and its limited amount.</i></p>					
21	Approve Issuance of Equity or Equity-Linked Securities Reserved for Qualified Investors, up to Aggregate Nominal Amount of EUR 6 Million	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: - Votes AGAINST the authorizations under Items 20, 21, 23 and 24 are warranted as they would bring the total volume for issuances without preemptive rights above the recommended limit of 10-percent of the outstanding capital. - Votes AGAINST the authorizations under Items 20 and 21 are warranted as the maximum discount allowed under these authorizations is not disclosed and may exceed the acceptable limit of 10 percent. - Votes AGAINST the authorizations under Items 19, 20, 21 and 24 are warranted as the possibility of use during a takeover period is not excluded. - Item 22 warrants a vote FOR even though the authorization can be used during takeover period given the clear rationale supporting this non routine authorization and its limited amount.</i></p>					
22	Approve Issuance of Equity or Equity-Linked Securities Reserved for Specific Beneficiaries, up to Aggregate Nominal Amount of EUR 163,464.4	Mgmt	For	For	For
23	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Above	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: - Votes AGAINST the authorizations under Items 20, 21, 23 and 24 are warranted as they would bring the total volume for issuances without preemptive rights above the recommended limit of 10-percent of the outstanding capital. - Votes AGAINST the authorizations under Items 20 and 21 are warranted as the maximum discount allowed under these authorizations is not disclosed and may exceed the acceptable limit of 10 percent. - Votes AGAINST the authorizations under Items 19, 20, 21 and 24 are warranted as the possibility of use during a takeover period is not excluded. - Item 22 warrants a vote FOR even though the authorization can be used during takeover period given the clear rationale supporting this non routine authorization and its limited amount.</i></p>					
24	Authorize Capital Increase of up to 20 Percent of Issued Capital for Contributions in Kind	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: - Votes AGAINST the authorizations under Items 20, 21, 23 and 24 are warranted as they would bring the total volume for issuances without preemptive rights above the recommended limit of 10-percent of the outstanding capital. - Votes AGAINST the authorizations under Items 20 and 21 are warranted as the maximum discount allowed under these authorizations is not disclosed and may exceed the acceptable limit of 10 percent. - Votes AGAINST the authorizations under Items 19, 20, 21 and 24 are warranted as the possibility of use during a takeover period is not excluded. - Item 22 warrants a vote FOR even though the authorization can be used during takeover period given the clear rationale supporting this non routine authorization and its limited amount.</i></p>					
25	Authorize Capitalization of Reserves of Up to EUR 6 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For	For

Sartorius Stedim Biotech SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
26	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST is warranted as the proposed volume exceeds recommended guideline.</i>					
27	Authorize up to 10 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this resolution is warranted because: - There is no sufficient information on performance criteria; - The vesting period is not sufficiently long-term oriented; and - The performance period is not disclosed.</i>					
28	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For	For

Schindler Holding AG

Meeting Date: 03/25/2025

Country: Switzerland

Ticker: SCHP

Record Date:

Meeting Type: Annual

Primary Security ID: H7258G209

Shares Voted: 398

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
2	Approve Allocation of Income and Dividends of CHF 6.00 per Share	Mgmt	For	For	For
3	Approve Non-Financial Report	Mgmt	For	For	For
4	Approve Discharge of Board and Senior Management	Mgmt	For	For	For
5.1	Approve Variable Remuneration of Directors in the Amount of CHF 6.7 Million	Mgmt	For	Against	Against
<i>Voting Policy Rationale: Fixed compensation (Item 5.3) A vote FOR this resolution is warranted because the proposal is broadly in line with market practice. However, it is not without concern: - Two members of the board of directors continue receiving additional fees for consulting services. Variable compensation (Item 5.1) A vote AGAINST this proposal is warranted because there are concerns regarding the company's variable compensation practices and the company failed to put the compensation report up for a separate vote.</i>					
5.2	Approve Variable Remuneration of Executive Committee in the Amount of CHF 8.8 Million	Mgmt	For	Against	Against
<i>Voting Policy Rationale: Item 5.4 (fixed compensation) A vote AGAINST this item is warranted because the company has proposed a large increase and failed to provide a compelling rationale. Item 5.2 (variable compensation) A vote AGAINST this proposal is warranted because there are concerns regarding the company's variable compensation practices and the company failed to put the compensation report up for a separate vote.</i>					
5.3	Approve Fixed Remuneration of Directors in the Amount of CHF 8.3 Million	Mgmt	For	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5.4	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 10.5 Million	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: Item 5.4 (fixed compensation) A vote AGAINST this item is warranted because the company has proposed a large increase and failed to provide a compelling rationale. Item 5.2 (variable compensation) A vote AGAINST this proposal is warranted because there are concerns regarding the company's variable compensation practices and the company failed to put the compensation report up for a separate vote.</i></p>				
6.1	Elect Josef Ming as Director and Board Chair	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: Board elections (Items 6.1 6.4) Votes AGAINST incumbent nomination committee members Alfred Schindler and Tobias Staehelin are warranted for lack of diversity on the board. Votes AGAINST non-independent nominees Josef Ming, Marion Bonnard, Cyrill Bucher, Monika Buetler, Guenter Schaeuble, Alfred Schindler, Tobias Staehelin, Carole Vischer, and Petra Winkler are warranted because of the failure to establish a majority-independent board. Votes AGAINST non-independent audit committee members Guenter Schaeuble, Monika Buetler, and Carole Vischer are also warranted due to the failure to establish a majority-independent audit committee and because Schaeuble is an executive member and serves as the chair of the audit committee. Votes AGAINST Alfred Schindler, Guenter Schaeuble, Tobias Staehelin, Carole Vischer, Petra Winkler, and Marion Bonnard are further warranted because they are beneficiaries of the company's unequal voting structure. Votes FOR the remaining director nominees are warranted at this time. Compensation committee elections (Items 6.5.1 6.5.3, 6.6) Votes AGAINST Petra Winkler are warranted because her election to the board does not warrant support and she is an executive director serving on the remuneration committee, a practice in breach of market standards. Votes AGAINST Monika Buetler are warranted because her election to the board does not warrant support.</i></p>				
6.2.1	Reelect Alfred Schindler as Director	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: Board elections (Items 6.1 6.4) Votes AGAINST incumbent nomination committee members Alfred Schindler and Tobias Staehelin are warranted for lack of diversity on the board. Votes AGAINST non-independent nominees Josef Ming, Marion Bonnard, Cyrill Bucher, Monika Buetler, Guenter Schaeuble, Alfred Schindler, Tobias Staehelin, Carole Vischer, and Petra Winkler are warranted because of the failure to establish a majority-independent board. Votes AGAINST non-independent audit committee members Guenter Schaeuble, Monika Buetler, and Carole Vischer are also warranted due to the failure to establish a majority-independent audit committee and because Schaeuble is an executive member and serves as the chair of the audit committee. Votes AGAINST Alfred Schindler, Guenter Schaeuble, Tobias Staehelin, Carole Vischer, Petra Winkler, and Marion Bonnard are further warranted because they are beneficiaries of the company's unequal voting structure. Votes FOR the remaining director nominees are warranted at this time. Compensation committee elections (Items 6.5.1 6.5.3, 6.6) Votes AGAINST Petra Winkler are warranted because her election to the board does not warrant support and she is an executive director serving on the remuneration committee, a practice in breach of market standards. Votes AGAINST Monika Buetler are warranted because her election to the board does not warrant support.</i></p>				
6.2.2	Reelect Patrice Bula as Director	Mgmt	For	For	For
6.2.3	Reelect Monika Buetler as Director	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: Board elections (Items 6.1 6.4) Votes AGAINST incumbent nomination committee members Alfred Schindler and Tobias Staehelin are warranted for lack of diversity on the board. Votes AGAINST non-independent nominees Josef Ming, Marion Bonnard, Cyrill Bucher, Monika Buetler, Guenter Schaeuble, Alfred Schindler, Tobias Staehelin, Carole Vischer, and Petra Winkler are warranted because of the failure to establish a majority-independent board. Votes AGAINST non-independent audit committee members Guenter Schaeuble, Monika Buetler, and Carole Vischer are also warranted due to the failure to establish a majority-independent audit committee and because Schaeuble is an executive member and serves as the chair of the audit committee. Votes AGAINST Alfred Schindler, Guenter Schaeuble, Tobias Staehelin, Carole Vischer, Petra Winkler, and Marion Bonnard are further warranted because they are beneficiaries of the company's unequal voting structure. Votes FOR the remaining director nominees are warranted at this time. Compensation committee elections (Items 6.5.1 6.5.3, 6.6) Votes AGAINST Petra Winkler are warranted because her election to the board does not warrant support and she is an executive director serving on the remuneration committee, a practice in breach of market standards. Votes AGAINST Monika Buetler are warranted because her election to the board does not warrant support.</i></p>				
6.2.4	Reelect Christoph Maeder as Director	Mgmt	For	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6.2.5	Reelect Guenter Schaeuble as Director	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: Board elections (Items 6.1 6.4) Votes AGAINST incumbent nomination committee members Alfred Schindler and Tobias Staehelin are warranted for lack of diversity on the board. Votes AGAINST non-independent nominees Josef Ming, Marion Bonnard, Cyrill Bucher, Monika Buetler, Guenter Schaeuble, Alfred Schindler, Tobias Staehelin, Carole Vischer, and Petra Winkler are warranted because of the failure to establish a majority-independent board. Votes AGAINST non-independent audit committee members Guenter Schaeuble, Monika Buetler, and Carole Vischer are also warranted due to the failure to establish a majority-independent audit committee and because Schaeuble is an executive member and serves as the chair of the audit committee. Votes AGAINST Alfred Schindler, Guenter Schaeuble, Tobias Staehelin, Carole Vischer, Petra Winkler, and Marion Bonnard are further warranted because they are beneficiaries of the company's unequal voting structure. Votes FOR the remaining director nominees are warranted at this time. Compensation committee elections (Items 6.5.1 6.5.3, 6.6) Votes AGAINST Petra Winkler are warranted because her election to the board does not warrant support and she is an executive director serving on the remuneration committee, a practice in breach of market standards. Votes AGAINST Monika Buetler are warranted because her election to the board does not warrant support.</i></p>				
6.2.6	Reelect Tobias Staehelin as Director	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: Board elections (Items 6.1 6.4) Votes AGAINST incumbent nomination committee members Alfred Schindler and Tobias Staehelin are warranted for lack of diversity on the board. Votes AGAINST non-independent nominees Josef Ming, Marion Bonnard, Cyrill Bucher, Monika Buetler, Guenter Schaeuble, Alfred Schindler, Tobias Staehelin, Carole Vischer, and Petra Winkler are warranted because of the failure to establish a majority-independent board. Votes AGAINST non-independent audit committee members Guenter Schaeuble, Monika Buetler, and Carole Vischer are also warranted due to the failure to establish a majority-independent audit committee and because Schaeuble is an executive member and serves as the chair of the audit committee. Votes AGAINST Alfred Schindler, Guenter Schaeuble, Tobias Staehelin, Carole Vischer, Petra Winkler, and Marion Bonnard are further warranted because they are beneficiaries of the company's unequal voting structure. Votes FOR the remaining director nominees are warranted at this time. Compensation committee elections (Items 6.5.1 6.5.3, 6.6) Votes AGAINST Petra Winkler are warranted because her election to the board does not warrant support and she is an executive director serving on the remuneration committee, a practice in breach of market standards. Votes AGAINST Monika Buetler are warranted because her election to the board does not warrant support.</i></p>				
6.2.7	Reelect Carole Vischer as Director	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: Board elections (Items 6.1 6.4) Votes AGAINST incumbent nomination committee members Alfred Schindler and Tobias Staehelin are warranted for lack of diversity on the board. Votes AGAINST non-independent nominees Josef Ming, Marion Bonnard, Cyrill Bucher, Monika Buetler, Guenter Schaeuble, Alfred Schindler, Tobias Staehelin, Carole Vischer, and Petra Winkler are warranted because of the failure to establish a majority-independent board. Votes AGAINST non-independent audit committee members Guenter Schaeuble, Monika Buetler, and Carole Vischer are also warranted due to the failure to establish a majority-independent audit committee and because Schaeuble is an executive member and serves as the chair of the audit committee. Votes AGAINST Alfred Schindler, Guenter Schaeuble, Tobias Staehelin, Carole Vischer, Petra Winkler, and Marion Bonnard are further warranted because they are beneficiaries of the company's unequal voting structure. Votes FOR the remaining director nominees are warranted at this time. Compensation committee elections (Items 6.5.1 6.5.3, 6.6) Votes AGAINST Petra Winkler are warranted because her election to the board does not warrant support and she is an executive director serving on the remuneration committee, a practice in breach of market standards. Votes AGAINST Monika Buetler are warranted because her election to the board does not warrant support.</i></p>				
6.2.8	Reelect Petra Winkler as Director	Mgmt	For	Against	Against
	<p><i>Voting Policy Rationale: Board elections (Items 6.1 6.4) Votes AGAINST incumbent nomination committee members Alfred Schindler and Tobias Staehelin are warranted for lack of diversity on the board. Votes AGAINST non-independent nominees Josef Ming, Marion Bonnard, Cyrill Bucher, Monika Buetler, Guenter Schaeuble, Alfred Schindler, Tobias Staehelin, Carole Vischer, and Petra Winkler are warranted because of the failure to establish a majority-independent board. Votes AGAINST non-independent audit committee members Guenter Schaeuble, Monika Buetler, and Carole Vischer are also warranted due to the failure to establish a majority-independent audit committee and because Schaeuble is an executive member and serves as the chair of the audit committee. Votes AGAINST Alfred Schindler, Guenter Schaeuble, Tobias Staehelin, Carole Vischer, Petra Winkler, and Marion Bonnard are further warranted because they are beneficiaries of the company's unequal voting structure. Votes FOR the remaining director nominees are warranted at this time. Compensation committee elections (Items 6.5.1 6.5.3, 6.6) Votes AGAINST Petra Winkler are warranted because her election to the board does not warrant support and she is an executive director serving on the remuneration committee, a practice in breach of market standards. Votes AGAINST Monika Buetler are warranted because her election to the board does not warrant support.</i></p>				
6.2.9	Reelect Thomas Zurbuchen as Director	Mgmt	For	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6.3	Elect Marion Bonnard as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Board elections (Items 6.1 – 6.4) Votes AGAINST incumbent nomination committee members Alfred Schindler and Tobias Staehelin are warranted for lack of diversity on the board. Votes AGAINST non-independent nominees Josef Ming, Marion Bonnard, Cyrill Bucher, Monika Buetler, Guenter Schaeuble, Alfred Schindler, Tobias Staehelin, Carole Vischer, and Petra Winkler are warranted because of the failure to establish a majority-independent board. Votes AGAINST non-independent audit committee members Guenter Schaeuble, Monika Buetler, and Carole Vischer are also warranted due to the failure to establish a majority-independent audit committee and because Schaeuble is an executive member and serves as the chair of the audit committee. Votes AGAINST Alfred Schindler, Guenter Schaeuble, Tobias Staehelin, Carole Vischer, Petra Winkler, and Marion Bonnard are further warranted because they are beneficiaries of the company's unequal voting structure. Votes FOR the remaining director nominees are warranted at this time. Compensation committee elections (Items 6.5.1 – 6.5.3, 6.6) Votes AGAINST Petra Winkler are warranted because her election to the board does not warrant support and she is an executive director serving on the remuneration committee, a practice in breach of market standards. Votes AGAINST Monika Buetler are warranted because her election to the board does not warrant support.</i></p>					
6.4	Elect Cyrill Bucher as Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Board elections (Items 6.1 – 6.4) Votes AGAINST incumbent nomination committee members Alfred Schindler and Tobias Staehelin are warranted for lack of diversity on the board. Votes AGAINST non-independent nominees Josef Ming, Marion Bonnard, Cyrill Bucher, Monika Buetler, Guenter Schaeuble, Alfred Schindler, Tobias Staehelin, Carole Vischer, and Petra Winkler are warranted because of the failure to establish a majority-independent board. Votes AGAINST non-independent audit committee members Guenter Schaeuble, Monika Buetler, and Carole Vischer are also warranted due to the failure to establish a majority-independent audit committee and because Schaeuble is an executive member and serves as the chair of the audit committee. Votes AGAINST Alfred Schindler, Guenter Schaeuble, Tobias Staehelin, Carole Vischer, Petra Winkler, and Marion Bonnard are further warranted because they are beneficiaries of the company's unequal voting structure. Votes FOR the remaining director nominees are warranted at this time. Compensation committee elections (Items 6.5.1 – 6.5.3, 6.6) Votes AGAINST Petra Winkler are warranted because her election to the board does not warrant support and she is an executive director serving on the remuneration committee, a practice in breach of market standards. Votes AGAINST Monika Buetler are warranted because her election to the board does not warrant support.</i></p>					
6.5.1	Reappoint Patrice Bula as Member of the Compensation Committee	Mgmt	For	For	For
6.5.2	Reappoint Monika Buetler as Member of the Compensation Committee	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Board elections (Items 6.1 – 6.4) Votes AGAINST incumbent nomination committee members Alfred Schindler and Tobias Staehelin are warranted for lack of diversity on the board. Votes AGAINST non-independent nominees Josef Ming, Marion Bonnard, Cyrill Bucher, Monika Buetler, Guenter Schaeuble, Alfred Schindler, Tobias Staehelin, Carole Vischer, and Petra Winkler are warranted because of the failure to establish a majority-independent board. Votes AGAINST non-independent audit committee members Guenter Schaeuble, Monika Buetler, and Carole Vischer are also warranted due to the failure to establish a majority-independent audit committee and because Schaeuble is an executive member and serves as the chair of the audit committee. Votes AGAINST Alfred Schindler, Guenter Schaeuble, Tobias Staehelin, Carole Vischer, Petra Winkler, and Marion Bonnard are further warranted because they are beneficiaries of the company's unequal voting structure. Votes FOR the remaining director nominees are warranted at this time. Compensation committee elections (Items 6.5.1 – 6.5.3, 6.6) Votes AGAINST Petra Winkler are warranted because her election to the board does not warrant support and she is an executive director serving on the remuneration committee, a practice in breach of market standards. Votes AGAINST Monika Buetler are warranted because her election to the board does not warrant support.</i></p>					

Schindler Holding AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6.5.3	Reappoint Petra Winkler as Member of the Compensation Committee	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Board elections (Items 6.1 6.4) Votes AGAINST incumbent nomination committee members Alfred Schindler and Tobias Staehelin are warranted for lack of diversity on the board. Votes AGAINST non-independent nominees Josef Ming, Marion Bonnard, Cyrill Bucher, Monika Buetler, Guenter Schaeuble, Alfred Schindler, Tobias Staehelin, Carole Vischer, and Petra Winkler are warranted because of the failure to establish a majority-independent board. Votes AGAINST non-independent audit committee members Guenter Schaeuble, Monika Buetler, and Carole Vischer are also warranted due to the failure to establish a majority-independent audit committee and because Schaeuble is an executive member and serves as the chair of the audit committee. Votes AGAINST Alfred Schindler, Guenter Schaeuble, Tobias Staehelin, Carole Vischer, Petra Winkler, and Marion Bonnard are further warranted because they are beneficiaries of the company's unequal voting structure. Votes FOR the remaining director nominees are warranted at this time. Compensation committee elections (Items 6.5.1 6.5.3, 6.6) Votes AGAINST Petra Winkler are warranted because her election to the board does not warrant support and she is an executive director serving on the remuneration committee, a practice in breach of market standards. Votes AGAINST Monika Buetler are warranted because her election to the board does not warrant support.</i></p>					
6.6	Appoint Christoph Maeder as Member of the Compensation Committee	Mgmt	For	For	For
6.7	Designate Adrian von Segesser as Independent Proxy	Mgmt	For	For	For
6.8	Ratify PricewaterhouseCoopers AG as Auditors	Mgmt	For	For	For
7	Transact Other Business (Voting)	Mgmt	For	Against	Against

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

Sika AG

Meeting Date: 03/25/2025 **Country:** Switzerland **Ticker:** SIKA
Record Date: **Meeting Type:** Annual
Primary Security ID: H7631K273

Shares Voted: 524

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
2.1	Approve Allocation of Income and Dividends of CHF 1.80 per Share	Mgmt	For	For	For
2.2	Approve Dividends of CHF 1.80 per Share from Capital Contribution Reserves	Mgmt	For	For	For
3	Approve Discharge of Board and Senior Management	Mgmt	For	For	For
4.1.1	Reelect Thierry Vanlancker as Director	Mgmt	For	For	For
4.1.2	Reelect Viktor Balli as Director	Mgmt	For	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4.1.3	Reelect Lucrece Foufopoulos-De Ridder as Director	Mgmt	For	For	For
4.1.4	Reelect Justin Howell as Director	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Justin Howell, Gordana Landen, and Paul Schuler is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>					
4.1.5	Reelect Gordana Landen as Director	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Justin Howell, Gordana Landen, and Paul Schuler is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>					
4.1.6	Reelect Paul Schuler as Director	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Justin Howell, Gordana Landen, and Paul Schuler is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>					
4.1.7	Reelect Thomas Aebischer as Director	Mgmt	For	For	For
4.2	Elect Kwok Wang Ng as Director	Mgmt	For	For	For
4.3	Elect Thierry Vanlancker as Board Chair	Mgmt	For	For	For
4.4.1	Reappoint Justin Howell as Member of the Nomination and Compensation Committee	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Justin Howell, Gordana Landen, and Paul Schuler is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>					
4.4.2	Reappoint Gordana Landen as Member of the Nomination and Compensation Committee	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Justin Howell, Gordana Landen, and Paul Schuler is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>					
4.4.3	Reappoint Paul Schuler as Member of the Nomination and Compensation Committee	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Justin Howell, Gordana Landen, and Paul Schuler is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted at this time.</i>					
4.5	Ratify KPMG AG as Auditors	Mgmt	For	For	For
4.6	Designate Jost Windlin as Independent Proxy	Mgmt	For	For	For
5	Approve Sustainability Report	Mgmt	For	For	For
6.1	Approve Remuneration Report	Mgmt	For	For	For
6.2	Approve Remuneration of Directors in the Amount of CHF 3.4 Million	Mgmt	For	For	For
6.3	Approve Remuneration of Executive Committee in the Amount of CHF 26 Million	Mgmt	For	For	For
7	Amend Articles Re: Variable Remuneration of Executive Committee	Mgmt	For	For	For

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

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

Yamaha Motor Co., Ltd.

Meeting Date: 03/25/2025 **Country:** Japan **Ticker:** 7272
Record Date: 12/31/2024 **Meeting Type:** Annual
Primary Security ID: J95776126

Shares Voted: 4,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 25	Mgmt	For	For	For
2	Amend Articles to Clarify Director Authority on Shareholder Meetings - Amend Provisions on Number of Directors - Amend Provisions on Director Titles	Mgmt	For	For	For
3.1	Elect Director Watanabe, Katsuaki	Mgmt	For	For	For
3.2	Elect Director Shitara, Motofumi	Mgmt	For	For	For
3.3	Elect Director Maruyama, Heiji	Mgmt	For	For	For
3.4	Elect Director Matsuyama, Satohiko	Mgmt	For	For	For
3.5	Elect Director Tashiro, Yuko	Mgmt	For	For	For
3.6	Elect Director Ohashi, Tetsuji	Mgmt	For	For	For
3.7	Elect Director Jin Song Montesano	Mgmt	For	For	For
3.8	Elect Director Masui, Keiji	Mgmt	For	For	For
3.9	Elect Director Sarah L. Casanova	Mgmt	For	For	For
4.1	Appoint Statutory Auditor Noda, Takeo	Mgmt	For	For	For
4.2	Appoint Statutory Auditor Kawai, Eriko	Mgmt	For	For	For

Asahi Group Holdings Ltd.

Meeting Date: 03/26/2025

Country: Japan

Ticker: 2502

Record Date: 12/31/2024

Meeting Type: Annual

Primary Security ID: J02100113

Shares Voted: 17,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 27	Mgmt	For	For	For
2	Amend Articles to Adopt Board Structure with Three Committees - Clarify Director Authority on Shareholder Meetings - Amend Provisions on Number of Directors - Clarify Director Authority on Board Meetings	Mgmt	For	For	For
3.1	Elect Director Katsuki, Atsushi	Mgmt	For	For	For
3.2	Elect Director Tanimura, Keizo	Mgmt	For	For	For
3.3	Elect Director Sakita, Kaoru	Mgmt	For	For	For
3.4	Elect Director Sasae, Kenichiro	Mgmt	For	For	For
3.5	Elect Director Ohashi, Tetsuji	Mgmt	For	For	For
3.6	Elect Director Matsunaga, Mari	Mgmt	For	For	For
3.7	Elect Director Sato, Chika	Mgmt	For	For	For
3.8	Elect Director Melanie Brock	Mgmt	For	For	For
3.9	Elect Director Fukuda, Yukitaka	Mgmt	For	For	For
3.10	Elect Director Oshima, Akiko	Mgmt	For	For	For
3.11	Elect Director Oyagi, Shigeo	Mgmt	For	For	For
3.12	Elect Director Tanaka, Sanae	Mgmt	For	For	For
3.13	Elect Director Miyakawa, Akiko	Mgmt	For	For	For

Carl Zeiss Meditec AG

Meeting Date: 03/26/2025

Country: Germany

Ticker: AFX

Record Date: 03/04/2025

Meeting Type: Annual

Primary Security ID: D14895102

Shares Voted: 231

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2023/24 (Non-Voting)	Mgmt			

Carl Zeiss Meditec AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Approve Allocation of Income and Dividends of EUR 0.60 per Share	Mgmt	For	For	For
3	Approve Discharge of Management Board for Fiscal Year 2023/24	Mgmt	For	For	For
4	Approve Discharge of Supervisory Board for Fiscal Year 2023/24	Mgmt	For	For	For
5	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal Year 2024/25	Mgmt	For	For	For
6.1	Elect Andreas Pecher to the Supervisory Board	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Isabel De Paoli is warranted for lack of diversity on the board. A vote AGAINST the non-independent nominee Andreas Pecher is warranted because of the failure to establish a sufficiently independent board. Votes AGAINST all nominees are warranted because their proposed term of office exceeds four years.</i></p>					
6.2	Elect Isabel De Paoli to the Supervisory Board	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Isabel De Paoli is warranted for lack of diversity on the board. A vote AGAINST the non-independent nominee Andreas Pecher is warranted because of the failure to establish a sufficiently independent board. Votes AGAINST all nominees are warranted because their proposed term of office exceeds four years.</i></p>					
6.3	Elect Angelika Bullinger-Hoffmann to the Supervisory Board	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee member Isabel De Paoli is warranted for lack of diversity on the board. A vote AGAINST the non-independent nominee Andreas Pecher is warranted because of the failure to establish a sufficiently independent board. Votes AGAINST all nominees are warranted because their proposed term of office exceeds four years.</i></p>					
7	Approve Remuneration Report	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST the remuneration report is warranted because: * Disclosure practices continue to deviate from common market practice and SRD II regarding the years assessed in the report (the company is reporting on FY 2022/23 performance instead of FY 2023/24 performance). * The report does not address significant shareholder dissent on prior compensation-related votes.</i></p>					
8	Approve Supervisory Board Remuneration Policy	Mgmt	For	For	For

China Ruyi Holdings Limited

Meeting Date: 03/26/2025

Country: Bermuda

Ticker: 136

Record Date: 03/21/2025

Meeting Type: Special

Primary Security ID: G4404N114

China Ruyi Holdings Limited

Shares Voted: 148,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Equity Transfer Agreement, Grant of Specific Mandate to Issue Consideration Shares to Tencent Hong Kong or Its Designated Parties and Related Transactions	Mgmt	For	For	For

ECOPRO Co., Ltd.

Meeting Date: 03/26/2025

Country: South Korea

Ticker: 086520

Record Date: 12/31/2024

Meeting Type: Annual

Primary Security ID: Y22458106

Shares Voted: 1,545

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Financial Statements and Allocation of Income	Mgmt	For	For	For
2.1	Amend Articles of Incorporation (Business Objectives)	Mgmt	For	For	For
2.2	Amend Articles of Incorporation (Miscellaneous)	Mgmt	For	For	For
3.1	Elect Choi Ik-jun as Inside Director	Mgmt	For	For	For
3.2	Elect Kim Jae-jeong as Outside Director	Mgmt	For	For	For
3.3	Elect Noh Sang-seop as Outside Director	Mgmt	For	For	For
3.4	Elect Lee Hae-eun as Outside Director	Mgmt	For	For	For
4	Elect Ha Jong-hwa as Outside Director to Serve as an Audit Committee Member	Mgmt	For	For	For
5.1	Elect Kim Jae-jeong as a Member of Audit Committee	Mgmt	For	For	For
5.2	Elect Noh Sang-seop as a Member of Audit Committee	Mgmt	For	For	For
6	Approve Total Remuneration of Inside Directors and Outside Directors	Mgmt	For	For	For

HANJIN KAL Corp.

Meeting Date: 03/26/2025

Country: South Korea

Ticker: 180640

Record Date: 12/31/2024

Meeting Type: Annual

Primary Security ID: Y3053L106

Shares Voted: 1,261

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Financial Statements and Allocation of Income	Mgmt	For	For	For
2.1	Elect Park Seong-ho as Outside Director	Mgmt	For	For	For
2.2	Elect Cho In-young as Outside Director	Mgmt	For	For	For
3	Elect Ryu Gyeong-pyo as Inside Director	Mgmt	For	For	For
4.1	Amend Articles of Incorporation (Record Date)	Mgmt	For	For	For
4.2	Amend Articles of Incorporation (Equivalent Dividend)	Mgmt	For	For	For
4.3	Amend Articles of Incorporation (Electronic Registration)	Mgmt	For	For	For
4.4	Amend Articles of Incorporation (Addendum)	Mgmt	For	For	For
5	Approve Total Remuneration of Inside Directors and Outside Directors	Mgmt	For	For	For

HOSHIZAKI Corp.

Meeting Date: 03/26/2025

Country: Japan

Ticker: 6465

Record Date: 12/31/2024

Meeting Type: Annual

Primary Security ID: J23254105

Shares Voted: 600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Sakamoto, Seishi	Mgmt	For	For	For
1.2	Elect Director Kobayashi, Yasuhiro	Mgmt	For	For	For
1.3	Elect Director Tomozoe, Masanao	Mgmt	For	For	For
1.4	Elect Director Goto, Masahiko	Mgmt	For	For	For
1.5	Elect Director Ieta, Yasushi	Mgmt	For	For	For
1.6	Elect Director Nishiguchi, Shiro	Mgmt	For	For	For
1.7	Elect Director Seki, Ryuichiro	Mgmt	For	For	For

HOSHIZAKI Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.8	Elect Director Tanjima, Toshikazu	Mgmt	For	For	For
2	Elect Director and Audit Committee Member Tsuge, Satoe	Mgmt	For	For	For

Hulic Co., Ltd.

Meeting Date: 03/26/2025 Country: Japan Ticker: 3003
Record Date: 12/31/2024 Meeting Type: Annual
Primary Security ID: J23594112

Shares Voted: 2,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 28	Mgmt	For	For	For

Kakao Corp.

Meeting Date: 03/26/2025 Country: South Korea Ticker: 035720
Record Date: 12/31/2024 Meeting Type: Annual
Primary Security ID: Y4519H119

Shares Voted: 2,644

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Financial Statements and Allocation of Income	Mgmt	For	For	For
2.1	Amend Articles of Incorporation (Business Objectives)	Mgmt	For	For	For
2.2	Amend Articles of Incorporation (Convocation of Shareholder Meeting)	Mgmt	For	For	For
2.3	Amend Articles of Incorporation (Issuance of Convertible Bonds)	Mgmt	For	Against	Against

Voting Policy Rationale: Votes FOR items 2.1 and 2.2 are warranted as the proposed amendments is not contentious or problematic in nature. A vote AGAINST item 2.3 is warranted, as the proposed issuance limit is undeterminable and the dilution risk may be significant.

3.1	Elect Choi Se-jeong as Outside Director	Mgmt	For	Against	Against
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Voting Policy Rationale: Votes AGAINST Se-jeong Choi (Se-jung Choi) and Sae-rom Park (Items 3.1 and 3.2) are warranted as their inaction to remove a director with serious governance failure raises concern on their ability to fully perform fiduciary duties. A vote FOR the remaining nominee Seon-wook Kim is warranted.

Kakao Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3.2	Elect Park Sae-rom as Outside Director	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Votes AGAINST Se-jeong Choi (Se-jung Choi) and Sae-rom Park (Items 3.1 and 3.2) are warranted as their inaction to remove a director with serious governance failure raises concern on their ability to fully perform fiduciary duties. A vote FOR the remaining nominee Seon-wook Kim is warranted.</i></p>					
3.3	Elect Shin Jong-hwan as Inside Director	Mgmt	For	For	For
4	Elect Kim Seon-wook as Outside Director to Serve as an Audit Committee Member	Mgmt	For	For	For
5	Elect Cha Gyeong-jin as a Member of Audit Committee	Mgmt	For	For	For
6	Approve Total Remuneration of Inside Directors and Outside Directors	Mgmt	For	For	For
7	Approve Cancellation of Treasury Shares	Mgmt	For	For	For

KakaoBank Corp.

Meeting Date: 03/26/2025

Country: South Korea

Ticker: 323410

Record Date: 12/31/2024

Meeting Type: Annual

Primary Security ID: Y451AA104

Shares Voted: 3,733

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Financial Statements and Allocation of Income	Mgmt	For	For	For
2	Amend Articles of Incorporation	Mgmt	For	For	For
3.1	Elect Yoon Ho-young as Inside Director	Mgmt	For	For	For
3.2	Elect Jin Woong-seop as Outside Director	Mgmt	For	For	For
3.3	Elect Yoo Ho-seok as Outside Director	Mgmt	For	For	For
4	Elect Yoon Ho-young as CEO	Mgmt	For	For	For
5.1	Elect Kim Jeong-gi as Outside Director to serve as an Audit Committee Member	Mgmt	For	For	For
5.2	Elect Eom Sang-seop as Outside Director to serve as an Audit Committee Member	Mgmt	For	For	For
6	Approve Total Remuneration of Inside Directors and Outside Directors	Mgmt	For	For	For

MERITZ Financial Group, Inc.

Meeting Date: 03/26/2025

Country: South Korea

Ticker: 138040

Record Date: 12/31/2024

Meeting Type: Annual

Primary Security ID: Y59496102

Shares Voted: 1,967

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Financial Statements and Allocation of Income	Mgmt	For	For	For
2	Amend Articles of Incorporation	Mgmt	For	For	For
3	Elect Kim Myeong-ae as Outside Director	Mgmt	For	For	For
4	Approve Total Remuneration of Inside Directors and Outside Directors	Mgmt	For	For	For

NAVER Corp.

Meeting Date: 03/26/2025

Country: South Korea

Ticker: 035420

Record Date: 12/31/2024

Meeting Type: Annual

Primary Security ID: Y62579100

Shares Voted: 860

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Financial Statements and Allocation of Income	Mgmt	For	For	For
2.1	Elect Lee Hae-jin as Inside Director	Mgmt	For	For	For
2.2	Elect Choi Su-yeon as Inside Director	Mgmt	For	For	For
3.1	Elect Noh Hyeok-jun as Outside Director	Mgmt	For	For	For
3.2	Elect Kim I-bae as Outside Director	Mgmt	For	For	For
4.1	Elect Noh Hyeok-jun as a Member of Audit Committee	Mgmt	For	For	For
4.2	Elect Kim I-bae as a Member of Audit Committee	Mgmt	For	For	For
5	Approve Total Remuneration of Inside Directors and Outside Directors	Mgmt	For	For	For

NEXON Co., Ltd.

Meeting Date: 03/26/2025

Country: Japan

Ticker: 3659

Record Date: 12/31/2024

Meeting Type: Annual

Primary Security ID: J4914X104

Shares Voted: 1,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Junghun Lee	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * The nominee is an incumbent representative director and there is a lack of diversity on the board.</i></p>					
1.2	Elect Director Uemura, Shiro	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this nominee is warranted because:* The nominee is an incumbent representative director and there is a lack of diversity on the board.</i></p>					
1.3	Elect Director Patrick Soderlund	Mgmt	For	For	For
1.4	Elect Director Daehyun Kang	Mgmt	For	For	For
1.5	Elect Director Turumi, Naoya	Mgmt	For	For	For
2	Approve Deep Discount Stock Option Plan	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * No specific performance hurdles are specified, and the stock options could become exercisable in less than three years after this shareholder meeting by non-retiring recipients.</i></p>					

ORION Corp. (Korea)

Meeting Date: 03/26/2025

Country: South Korea

Ticker: 271560

Record Date: 12/31/2024

Meeting Type: Annual

Primary Security ID: Y6S90M128

Shares Voted: 690

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Financial Statements and Allocation of Income	Mgmt	For	For	For
2	Elect Lee Seung-jun as Inside Director	Mgmt	For	For	For
3	Elect Noh Seung-gwon as Outside Director to serve as a Member of Audit Committee	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nominating committee member Seung-gwon Noh (Seung-kwon Noh) is warranted for lack of diversity on the board. A vote AGAINST Seung-gwon Noh (Seung-kwon Noh) (Item 3) is further warranted for failing to attend at least 75 percent of board and committee meetings over the most recent fiscal year, and the company did not provide any explanation. A vote FOR Seung-jun Lee (Item 2) is warranted although he is considered as a non-independent director under Social Advisory Services classification, as there are no issues concerning the board's independence.</i></p>					

ORION Corp. (Korea)

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Approve Total Remuneration of Inside Directors and Outside Directors	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this item is warranted. The company is not proposing an increase in the directors' remuneration limit. However, based on Social Advisory Services' updated market data, the level of the directors' remuneration cap is excessive compared to that of the market norm, and the company has not provided any reasonable justification for the excessive remuneration limit.</i></p>					

Raiffeisen Bank International AG

Meeting Date: 03/26/2025 **Country:** Austria **Ticker:** RBI
Record Date: 03/16/2025 **Meeting Type:** Annual
Primary Security ID: A7111G104

Shares Voted: 1,409

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal Year 2024 (Non-Voting)	Mgmt			
2	Approve Allocation of Income and Dividends of EUR 1.10 Per Share	Mgmt	For	For	For
3	Approve Remuneration Report	Mgmt	For	For	For
4	Approve Discharge of Management Board for Fiscal Year 2024	Mgmt	For	For	For
5	Approve Discharge of Supervisory Board for Fiscal Year 2024	Mgmt	For	For	For
6.1	Elect Erwin Hameseder as Supervisory Board Member	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Erwin Hameseder and Heinz Konrad is warranted for lack of diversity on the board. Votes AGAINST the non-independent nominees, Erwin Hameseder, Heinz Konrad, Reinhard Schwendtbauer, and Christof Splechtna, are warranted because of the failure to establish a sufficiently independent board. Votes AGAINST Erwin Hameseder, Heinz Konrad, Reinhard Schwendtbauer, and Christof Splechtna, are further warranted because their board term length exceeds four years, which falls short of market practice.</i></p>					
6.2	Elect Heinz Konrad as Supervisory Board Member	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Erwin Hameseder and Heinz Konrad is warranted for lack of diversity on the board. Votes AGAINST the non-independent nominees, Erwin Hameseder, Heinz Konrad, Reinhard Schwendtbauer, and Christof Splechtna, are warranted because of the failure to establish a sufficiently independent board. Votes AGAINST Erwin Hameseder, Heinz Konrad, Reinhard Schwendtbauer, and Christof Splechtna, are further warranted because their board term length exceeds four years, which falls short of market practice.</i></p>					
6.3	Elect Reinhard Schwendtbauer as Supervisory Board Member	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Erwin Hameseder and Heinz Konrad is warranted for lack of diversity on the board. Votes AGAINST the non-independent nominees, Erwin Hameseder, Heinz Konrad, Reinhard Schwendtbauer, and Christof Splechtna, are warranted because of the failure to establish a sufficiently independent board. Votes AGAINST Erwin Hameseder, Heinz Konrad, Reinhard Schwendtbauer, and Christof Splechtna, are further warranted because their board term length exceeds four years, which falls short of market practice.</i></p>					

Raiffeisen Bank International AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6.4	Elect Christof Splechtna as Supervisory Board Member	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST incumbent nomination committee members Erwin Hameseder and Heinz Konrad is warranted for lack of diversity on the board. Votes AGAINST the non-independent nominees, Erwin Hameseder, Heinz Konrad, Reinhard Schwendtbauer, and Christof Splechtna, are warranted because of the failure to establish a sufficiently independent board. Votes AGAINST Erwin Hameseder, Heinz Konrad, Reinhard Schwendtbauer, and Christof Splechtna, are further warranted because their board term length exceeds four years, which falls short of market practice.</i></p>					
7	Ratify Deloitte Audit as Auditors and as Auditor for the Sustainability Reporting for Fiscal Year 2026	Mgmt	For	For	For
8	Approve Issuance of Warrants/Bonds with Warrants Attached/Convertible Bonds without Preemptive Rights up to Aggregate Nominal Amount of EUR 1 Billion	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Votes AGAINST the proposed authorizations are warranted because: - When combined with the existing authorized capital, they would allow for a capital increase without preemptive rights for up to 60 percent of the issued share capital.</i></p>					
9	Approve Creation of EUR 100.3 Million Pool of Conditional Capital to Guarantee Conversion Rights	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: Votes AGAINST the proposed authorizations are warranted because: - When combined with the existing authorized capital, they would allow for a capital increase without preemptive rights for up to 60 percent of the issued share capital.</i></p>					
10	Amend Articles of Association	Mgmt	For	For	For

Renesas Electronics Corp.

Meeting Date: 03/26/2025

Country: Japan

Ticker: 6723

Record Date: 12/31/2024

Meeting Type: Annual

Primary Security ID: J4881V107

Shares Voted: 12,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 28	Mgmt	For	For	For
2.1	Elect Director Shibata, Hidetoshi	Mgmt	For	For	For
2.2	Elect Director Iwasaki, Jiro	Mgmt	For	For	For
2.3	Elect Director Selena Loh Lacroix	Mgmt	For	For	For
2.4	Elect Director Yamamoto, Noboru	Mgmt	For	For	For
2.5	Elect Director Hirano, Takuya	Mgmt	For	For	For
2.6	Elect Director Mizuno, Tomoko	Mgmt	For	For	For

Shiseido Co., Ltd.

Meeting Date: 03/26/2025

Country: Japan

Ticker: 4911

Record Date: 12/31/2024

Meeting Type: Annual

Primary Security ID: J74358144

Shares Voted: 2,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 10	Mgmt	For	For	For
2.1	Elect Director Fujiwara, Kentaro	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this nominee is warranted because: * Top management is responsible for the company's unfavorable ROE performance.</i>					
2.2	Elect Director Hirofujii, Ayako	Mgmt	For	For	For
2.3	Elect Director Anno, Hiromi	Mgmt	For	For	For
2.4	Elect Director Yoshida, Takeshi	Mgmt	For	For	For
2.5	Elect Director Oishi, Kanoko	Mgmt	For	For	For
2.6	Elect Director Iwahara, Shinsaku	Mgmt	For	For	For
2.7	Elect Director Tokuno, Mariko	Mgmt	For	For	For
2.8	Elect Director Hatanaka, Yoshihiko	Mgmt	For	For	For
2.9	Elect Director Goto, Yasuko	Mgmt	For	For	For
2.10	Elect Director Nonomiya, Ritsuko	Mgmt	For	For	For
2.11	Elect Director Nakajima, Yasuhiro	Mgmt	For	For	For

SK Biopharmaceuticals Co., Ltd.

Meeting Date: 03/26/2025

Country: South Korea

Ticker: 326030

Record Date: 12/31/2024

Meeting Type: Annual

Primary Security ID: Y806MN108

Shares Voted: 584

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Financial Statements and Allocation of Income	Mgmt	For	For	For
2	Elect Kim Yong-jin as Outside Director	Mgmt	For	For	For
3	Elect Kim Yong-jin as a Member of Audit Committee	Mgmt	For	For	For
4	Elect Cho Gyeong-seon as Outside Director to serve as an Audit Committee Member	Mgmt	For	For	For

SK Biopharmaceuticals Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Approve Total Remuneration of Inside Directors and Outside Directors	Mgmt	For	For	For

Suntory Beverage & Food Ltd.

Meeting Date: 03/26/2025 **Country:** Japan **Ticker:** 2587
Record Date: 12/31/2024 **Meeting Type:** Annual
Primary Security ID: J78186103

Shares Voted: 1,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 65	Mgmt	For	For	For
2.1	Elect Director Ono, Makiko	Mgmt	For	For	For
2.2	Elect Director Naiki, Hachiro	Mgmt	For	For	For
2.3	Elect Director Peter Harding	Mgmt	For	For	For
2.4	Elect Director Miyanaga, Toru	Mgmt	For	For	For
2.5	Elect Director Nakamura, Maki	Mgmt	For	For	For
3.1	Elect Director and Audit Committee Member Masuyama, Mika	Mgmt	For	For	For
3.2	Elect Director and Audit Committee Member Mimura, Mariko	Mgmt	For	For	For
4	Elect Alternate Director and Audit Committee Member Amitani, Mitsuhiro	Mgmt	For	For	For

Svenska Handelsbanken AB

Meeting Date: 03/26/2025 **Country:** Sweden **Ticker:** SHB.A
Record Date: 03/18/2025 **Meeting Type:** Annual
Primary Security ID: W9112U104

Shares Voted: 14,105

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Open Meeting	Mgmt			
2	Elect Chair of Meeting	Mgmt	For	For	For
3	Prepare and Approve List of Shareholders	Mgmt	For	For	For
4	Approve Agenda of Meeting	Mgmt	For	For	For

Svenska Handelsbanken AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Designate Inspector(s) of Minutes of Meeting	Mgmt			
6	Acknowledge Proper Convening of Meeting	Mgmt	For	For	For
7	Receive Financial Statements and Statutory Reports	Mgmt			
8	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
9	Approve Allocation of Income and Dividends of SEK 15 Per Share	Mgmt	For	For	For
10	Approve Remuneration Report	Mgmt	For	For	For
11.1	Approve Discharge of Par Boman	Mgmt	For	For	For
11.2	Approve Discharge of Fredrik Lundberg	Mgmt	For	For	For
11.3	Approve Discharge of Mikael Almvret	Mgmt	For	For	For
11.4	Approve Discharge of Jon Fredrik Baksaas	Mgmt	For	For	For
11.5	Approve Discharge of Helene Barnekow	Mgmt	For	For	For
11.6	Approve Discharge of Stina Bergfors	Mgmt	For	For	For
11.7	Approve Discharge of Hans Biorck	Mgmt	For	For	For
11.8	Approve Discharge of Stefan Henricson	Mgmt	For	For	For
11.9	Approve Discharge of Kerstin Hessius	Mgmt	For	For	For
11.10	Approve Discharge of Anna Hjelmberg	Mgmt	For	For	For
11.11	Approve Discharge of Louise Lindh	Mgmt	For	For	For
11.12	Approve Discharge of Lena Renstrom	Mgmt	For	For	For
11.13	Approve Discharge of Ulf Riese	Mgmt	For	For	For
11.14	Approve Discharge of Arja Taaveniku	Mgmt	For	For	For
11.15	Approve Discharge of CEO Michael Green	Mgmt	For	For	For
12	Authorize Repurchase of up to 120 Million Class A and/or B Shares and Reissuance of Repurchased Shares	Mgmt	For	For	For
13	Authorize Share Repurchase Program	Mgmt	For	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
14	Approve Issuance of Convertible Capital Instruments Corresponding to a Maximum of 198 Million Shares without Preemptive Rights	Mgmt	For	For	For
15	Determine Number of Directors (9)	Mgmt	For	For	For
16	Determine Number of Auditors (2)	Mgmt	For	For	For
17	Approve Remuneration of Directors in the Amount of SEK 4.05 Million for Chair, SEK 1.15 Million for Vice Chair and SEK 825,000 for Other Directors; Approve Remuneration for Committee Work	Mgmt	For	For	For
18.1	Reelect Helene Barnekow as Director	Mgmt	For	For	For
18.2	Reelect Stina Bergfors as Director	Mgmt	For	For	For
18.3	Reelect Hans Biorck as Director	Mgmt	For	For	For
18.4	Reelect Par Boman as Director	Mgmt	For	Against	Against

Voting Policy Rationale: A vote FOR candidates Helene Barnekow (18.1), Stina Bergfors (18.2), Hans Biorck (18.3), Kerstin Hessius (18.5), Anders Jernhall (18.6) and Louise Lindh (18.7) is warranted due to a lack of concern regarding the suitability of these individuals. A vote AGAINST candidates Par Boman (18.4), Fredrik Lundberg (18.8) and Ulf Riese (18.9) is warranted for the following reasons: - Par Boman and Ulf Riese, due to their non-independent status on the audit committee with insufficient level of overall independence. Additionally, Ulf Riese is non-independent chairman. - Fredrik Lundberg is considered overboarded.

18.5	Reelect Kerstin Hessius as Director	Mgmt	For	For	For
18.6	Elect Anders Jernhall as New Director	Mgmt	For	For	For
18.7	Reelect Louise Lindh as Director	Mgmt	For	For	For
18.8	Reelect Fredrik Lundberg as Director	Mgmt	For	Against	Against

Voting Policy Rationale: A vote FOR candidates Helene Barnekow (18.1), Stina Bergfors (18.2), Hans Biorck (18.3), Kerstin Hessius (18.5), Anders Jernhall (18.6) and Louise Lindh (18.7) is warranted due to a lack of concern regarding the suitability of these individuals. A vote AGAINST candidates Par Boman (18.4), Fredrik Lundberg (18.8) and Ulf Riese (18.9) is warranted for the following reasons: - Par Boman and Ulf Riese, due to their non-independent status on the audit committee with insufficient level of overall independence. Additionally, Ulf Riese is non-independent chairman. - Fredrik Lundberg is considered overboarded.

18.9	Reelect Ulf Riese as Director	Mgmt	For	Against	Against
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Voting Policy Rationale: A vote FOR candidates Helene Barnekow (18.1), Stina Bergfors (18.2), Hans Biorck (18.3), Kerstin Hessius (18.5), Anders Jernhall (18.6) and Louise Lindh (18.7) is warranted due to a lack of concern regarding the suitability of these individuals. A vote AGAINST candidates Par Boman (18.4), Fredrik Lundberg (18.8) and Ulf Riese (18.9) is warranted for the following reasons: - Par Boman and Ulf Riese, due to their non-independent status on the audit committee with insufficient level of overall independence. Additionally, Ulf Riese is non-independent chairman. - Fredrik Lundberg is considered overboarded.

Svenska Handelsbanken AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
19	Elect Par Borman as Board Chair	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this item is warranted because the election of this individual to the board of directors is not supported.</i>					
20	Ratify PricewaterhouseCoopers and Deloitte as Auditors	Mgmt	For	For	For
21	Ratify KPMG AB as Auditors In Foundations with Associated Management	Mgmt	For	For	For
	Shareholder Proposals Submitted by Carl Axel Bruno	Mgmt			
22	Approve Proposal Regarding Improving Procedures for Issuing BankID	SH	Against	Against	Against
23	Approve Proposal Regarding Improving the BankID Security	SH	Against	Against	Against
	Shareholder Proposals Submitted by Henric Eriksson and Jacob Eriksson	Mgmt			
24	Change Dividend Policy	SH	Against	Against	Against
25	Close Meeting	Mgmt			

Swedbank AB

Meeting Date: 03/26/2025

Country: Sweden

Ticker: SWED.A

Record Date: 03/18/2025

Meeting Type: Annual

Primary Security ID: W94232100

Shares Voted: 8,234

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Open Meeting	Mgmt			
2	Elect Chair of Meeting	Mgmt	For	For	For
3	Prepare and Approve List of Shareholders	Mgmt			
4	Approve Agenda of Meeting	Mgmt	For	For	For
5	Designate Inspectors of Minutes of Meeting	Mgmt			
6	Acknowledge Proper Convening of Meeting	Mgmt	For	For	For
7.a	Receive Financial Statements and Statutory Reports	Mgmt			
7.b	Receive Auditor's Reports	Mgmt			
8	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
9	Approve Allocation of Income and Dividends of SEK 21.70 Per Share	Mgmt	For	For	For
10.a	Approve Discharge of Goran Bengtson	Mgmt	For	For	For
10.b	Approve Discharge of Annika Creutzer	Mgmt	For	For	For
10.c	Approve Discharge of Hans Eckerstrom	Mgmt	For	For	For
10.d	Approve Discharge of Kerstin Hermansson	Mgmt	For	For	For
10.e	Approve Discharge of Helena Liljedahl	Mgmt	For	For	For
10.f	Approve Discharge of Bengt Erik Lindgren	Mgmt	For	For	For
10.g	Approve Discharge of Anna Mossberg	Mgmt	For	For	For
10.h	Approve Discharge of Per Olof Nyman	Mgmt	For	For	For
10.i	Approve Discharge of Biljana Pehrsson	Mgmt	For	For	For
10.j	Approve Discharge of Goran Persson	Mgmt	For	For	For
10.k	Approve Discharge of Biorn Riese	Mgmt	For	For	For
10.l	Approve Discharge of Jens Henriksson	Mgmt	For	For	For
10.m	Approve Discharge of Roger Ljung	Mgmt	For	For	For
10.n	Approve Discharge of Ake Skoglund	Mgmt	For	For	For
10.o	Approve Discharge of Henrik Joelsson	Mgmt	For	For	For
10.p	Approve Discharge of Camilla Linder	Mgmt	For	For	For
11	Determine Number of Members (11) and Deputy Members of Board (0)	Mgmt	For	For	For
12	Approve Remuneration of Directors in the Amount of SEK 3.5 Million for Chair, SEK 1.2 Million for Vice Chair and SEK 800,000 for Other Directors; Approve Remuneration for Committee Work; Approve Remuneration of Auditors	Mgmt	For	For	For
13.a	Reelect Goran Bengtsson as Director	Mgmt	For	For	For
13.b	Reelect Annika Creutzer as Director	Mgmt	For	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
13.c	Reelect Hans Eckerstrom as Director	Mgmt	For	For	For
13.d	Reelect Kerstin Hermansson as Director	Mgmt	For	For	For
13.e	Reelect Helena Liljedahl as Director	Mgmt	For	For	For
13.f	Reelect Anna Mossberg as Director	Mgmt	For	For	For
13.g	Reelect Per Olof Nyman as Director	Mgmt	For	For	For
13.h	Reelect Biljana Pehrsson as Director	Mgmt	For	For	For
13.i	Reelect Goran Persson as Director	Mgmt	For	For	For
13.j	Reelect Biorn Riese as Director	Mgmt	For	For	For
13.k	Elect Rasmus Roos as New Director	Mgmt	For	For	For
14	Elect Goran Persson as Board Chair	Mgmt	For	For	For
15	Ratify PricewaterhouseCoopers as Auditors	Mgmt	For	For	For
16	Approve Nomination Committee Procedures	Mgmt	For	For	For
17	Authorize Repurchase Authorization for Trading in Own Shares	Mgmt	For	For	For
18	Authorize Share Repurchase Program	Mgmt	For	For	For
19	Approve Issuance of Convertibles without Preemptive Rights	Mgmt	For	For	For
20.a	Approve Common Deferred Share Bonus Plan (Eken 2025)	Mgmt	For	For	For
20.b	Approve Deferred Share Bonus Plan for Key Employees (IP 2025)	Mgmt	For	For	For
20.c	Approve Equity Plan Financing	Mgmt	For	For	For
21	Approve Remuneration Report	Mgmt	For	For	For
	Shareholder Proposals Submitted by Carl Axel Bruno	Mgmt			
22	Approve Proposal Regarding Improving Finance Sweden's Procedures for Issuing New BankID	SH	None	Against	Against

Voting Policy Rationale: A vote AGAINST this item is warranted because it lacks a clear and compelling rationale and appears to micromanage the company.

Swedbank AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
23	Approve Proposal Regarding Improving the Security of BankID Usage	SH	None	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this item is warranted because it lacks a clear and compelling rationale and appears to micromanage the company.</i></p>					
24	Close Meeting	Mgmt			

Swisscom AG

Meeting Date: 03/26/2025 **Country:** Switzerland **Ticker:** SCMN
Record Date: **Meeting Type:** Annual
Primary Security ID: H8398N104

Shares Voted: 700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
1.2	Approve Remuneration Report (Non-Binding)	Mgmt	For	For	For
1.3	Approve Non-Financial Report	Mgmt	For	For	For
2	Approve Allocation of Income and Dividends of CHF 22 per Share	Mgmt	For	For	For
3	Approve Discharge of Board and Senior Management	Mgmt	For	For	For
4	Reelect Michael Rechsteiner as Director and Board Chair	Mgmt	For	For	For
4.2	Reelect Roland Abt as Director	Mgmt	For	For	For
4.3	Reelect Monique Bourquin as Director	Mgmt	For	For	For
4.4	Elect Laura Cioli as Director	Mgmt	For	For	For
4.5	Reelect Guus Dekkers as Director	Mgmt	For	For	For
4.6	Reelect Frank Esser as Director	Mgmt	For	For	For
4.7	Reelect Sandra Lathion-Zweifel as Director	Mgmt	For	For	For
4.8	Reelect Anna Mossberg as Director	Mgmt	For	For	For
4.9	Reelect Daniel Muenger as Director	Mgmt	For	For	For
5.1	Reappoint Roland Abt as Member of the Compensation Committee	Mgmt	For	For	For

Swisscom AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5.2	Reappoint Monique Bourquin as Member of the Compensation Committee	Mgmt	For	For	For
5.3	Reappoint Frank Esser as Member of the Compensation Committee	Mgmt	For	For	For
5.4	Reappoint Michael Rechsteiner as Member of the Compensation Committee	Mgmt	For	For	For
5.5	Reappoint Fritz Zurbueger as Member of the Compensation Committee	Mgmt	For	For	For
6.1	Approve Remuneration of Directors in the Amount of CHF 2.7 Million for Fiscal Year 2025	Mgmt	For	For	For
6.2	Approve Remuneration of Directors in the Amount of CHF 2.8 Million for Fiscal Year 2026	Mgmt	For	For	For
6.3	Approve Remuneration of Executive Committee in the Amount of CHF 7.2 Million	Mgmt	For	For	For
6.4	Approve Remuneration of Executive Committee in the Amount of CHF 5.9 Million for Fiscal Year 2026	Mgmt	For	For	For
7	Reelect Reber Rechtsanwaelte as Independent Proxy	Mgmt	For	For	For
8	Ratify PricewaterhouseCoopers AG as Auditors	Mgmt	For	For	For
9	Transact Other Business (Voting)	Mgmt	For	Against	Against

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

Tryg A/S

Meeting Date: 03/26/2025

Country: Denmark

Ticker: TRYG

Record Date: 03/19/2025

Meeting Type: Annual

Primary Security ID: K9640A110

Shares Voted: 14,027

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Report of Board	Mgmt			
2.a	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
2.b	Approve Discharge of Management and Board	Mgmt	For	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Allocation of Income and Omission of Dividends	Mgmt	For	For	For
4	Approve Remuneration Report (Advisory Vote)	Mgmt	For	For	For
5	Approve Remuneration of Directors in the Amount of DKK 1.5 Million for Chair, DKK 990,000 for Vice Chair, and DKK 495,000 for Other Directors; Approve Remuneration for Committee Work	Mgmt	For	For	For
6.a	Approve DKK 25.1 Million Reduction in Share Capital via Share Cancellation	Mgmt	For	For	For
6.b	Approve Creation of DKK 300 Million Pool of Capital with Preemptive Rights; Approve Creation of DKK 300 Million Pool of Capital without Preemptive Rights; Maximum Increase in Share Capital under Both Authorizations up to DKK 300 Million	Mgmt	For	For	For
6.c	Authorize Share Repurchase Program	Mgmt	For	For	For
6.d	Approve Director Indemnification Scheme	Mgmt	For	For	For
6.e	Approve Guidelines for Incentive-Based Compensation for Executive Management and Board	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this item is warranted because the remuneration policy does not disclose whether the exercise price of share options can exceed market price at grant.</i>					
6.f	Amend Articles Re: Number of Members of the Supervisory Board	Mgmt	For	For	For
7.a	Reelect Jukka Pertola as Member of Board	Mgmt	For	Abstain	Abstain
<i>Voting Policy Rationale: An ABSTAIN vote against incumbent nomination committee members Jukka Pertola and Steffen Kragh is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
7.b	Reelect Carl-Viggo Ostlund as Member of Board	Mgmt	For	For	For
7.c	Reelect Mengmeng Du as Member of Board	Mgmt	For	For	For
7.d	Reelect Thomas Hofman-Bang as Director	Mgmt	For	For	For
7.e	Reelect Steffen Kragh as Director	Mgmt	For	Abstain	Abstain
<i>Voting Policy Rationale: An ABSTAIN vote against incumbent nomination committee members Jukka Pertola and Steffen Kragh is warranted for lack of diversity on the board. A vote FOR the remaining director nominees is warranted.</i>					
7.f	Reelect Benedicte Bakke Agerup as Director	Mgmt	For	For	For

Tryg A/S

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8.a	Ratify PricewaterhouseCoopers as Auditors	Mgmt	For	For	For
8.b	Appoint PricewaterhouseCoopers as Auditor for Sustainability Reporting	Mgmt	For	For	For
9	Authorize Editorial Changes to Adopted Resolutions in Connection with Registration with Danish Authorities	Mgmt	For	For	For
10	Other Business	Mgmt			

Yapi ve Kredi Bankasi AS

Meeting Date: 03/26/2025

Country: Turkey

Ticker: YKBNK.E

Record Date:

Meeting Type: Annual

Primary Security ID: M9869G101

Shares Voted: 115,545

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt			
1	Open Meeting and Elect Presiding Council of Meeting	Mgmt	For	For	For
2	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
3	Approve Discharge of Board	Mgmt	For	For	For
4	Approve Sale of Receivables	Mgmt	For	For	For
5	Elect Directors	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this item is warranted because: * The board does not meet the one-third board independence requirement. * The company's audit committee includes two non-independent directors who are up for re-election.</i></p>					
6	Approve Remuneration Policy and Director Remuneration Paid in 2024	Mgmt	For	For	For
7	Approve Director Remuneration	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST is warranted as the company did not disclose the proposed board fees, which prevents shareholders from making an informed voting decision.</i></p>					
8	Approve Allocation of Income	Mgmt	For	For	For
9	Ratify External Auditors	Mgmt	For	For	For
10	Approve Upper Limit of Donations 2025 and Receive Information on Donations Made in 2024	Mgmt	For	For	For

Yapi ve Kredi Bankasi AS

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
11	Receive Information on Activities Conducted in 2024 Regarding the Low Carbon Emission Policy	Mgmt			
12	Grant Permission for Board Members to Engage in Commercial Transactions with Company and Be Involved with Companies with Similar Corporate Purpose in Accordance with Articles 395 and 396 of Turkish Commercial Law	Mgmt	For	For	For
13	Wishes	Mgmt			

ABB Ltd.

Meeting Date: 03/27/2025

Country: Switzerland

Ticker: ABBN

Record Date:

Meeting Type: Annual

Primary Security ID: H0010V101

Shares Voted: 26,759

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
2	Approve Remuneration Report (Non-Binding)	Mgmt	For	For	For
3	Approve Sustainability Report (Non-Binding)	Mgmt	For	For	For
4	Approve Discharge of Board and Senior Management	Mgmt	For	For	For
5	Approve Allocation of Income and Dividends of CHF 0.90 per Share	Mgmt	For	For	For
6.1	Approve Remuneration of Directors in the Amount of CHF 4.3 Million	Mgmt	For	For	For
6.2	Approve Remuneration of Executive Committee in the Amount of CHF 44.5 Million	Mgmt	For	For	For
7.1	Reelect David Constable as Director	Mgmt	For	For	For
7.2	Reelect Frederico Curado as Director	Mgmt	For	For	For
7.3	Reelect Johan Forssell as Director	Mgmt	For	For	For
7.4	Reelect Denise Johnson as Director	Mgmt	For	For	For

ABB Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7.5	Reelect Jennifer Xin-Zhe Li as Director	Mgmt	For	For	For
7.6	Reelect Geraldine Matchett as Director	Mgmt	For	For	For
7.7	Reelect David Meline as Director	Mgmt	For	For	For
7.8	Elect Claudia Nemat as Director	Mgmt	For	For	For
7.9	Reelect Mats Rahmstrom as Director	Mgmt	For	For	For
7.10	Reelect Peter Voser as Director and Board Chair	Mgmt	For	For	For
8.1	Reappoint David Constable as Member of the Compensation Committee	Mgmt	For	For	For
8.2	Reappoint Frederico Curado as Member of the Compensation Committee	Mgmt	For	For	For
8.3	Reappoint Jennifer Xin-Zhe Li as Member of the Compensation Committee	Mgmt	For	For	For
9	Designate Zehnder Bolliger & Partner as Independent Proxy	Mgmt	For	For	For
10	Ratify KPMG AG as Auditors	Mgmt	For	For	For
11	Transact Other Business (Voting)	Mgmt	For	Against	Against

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

Bankinter SA

Meeting Date: 03/27/2025 **Country:** Spain **Ticker:** BKT
Record Date: 03/21/2025 **Meeting Type:** Annual
Primary Security ID: E2116H880

Shares Voted: 6,599

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

Bankinter SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Renew Appointment of PricewaterhouseCoopers as Auditor	Mgmt	For	For	For
6.1	Fix Number of Directors at 12	Mgmt	For	For	For
6.2	Elect Juan Antonio Zufiria Zatarain as Director	Mgmt	For	For	For
6.3	Elect Alfonso Villanueva Rodriguez as Director	Mgmt	For	For	For
6.4	Reelect Marcelino Botin-Sanz de Sautuola y Naveda as Director	Mgmt	For	For	For
6.5	Reelect Fernando Maria Masaveu Herrero as Director	Mgmt	For	For	For
6.6	Reelect Cristina Garcia-Peri Alvarez as Director	Mgmt	For	For	For
7	Approve Restricted Capitalization Reserve	Mgmt	For	For	For
8	Authorize Share Repurchase and Capital Reduction via Cancellation of Repurchased Shares	Mgmt	For	For	For
9.1	Approve Annual Maximum Remuneration	Mgmt	For	For	For
9.2	Approve Delivery of Shares under FY 2024 Variable Pay Scheme	Mgmt	For	For	For
9.3	Fix Maximum Variable Compensation Ratio	Mgmt	For	For	For
10	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	For
11	Advisory Vote on Remuneration Report	Mgmt	For	For	For
12	Receive Amendments to Board of Directors Regulations	Mgmt			

Chugai Pharmaceutical Co., Ltd.

Meeting Date: 03/27/2025

Country: Japan

Ticker: 4519

Record Date: 12/31/2024

Meeting Type: Annual

Primary Security ID: J06930101

Shares Voted: 13,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 57	Mgmt	For	For	For
2.1	Elect Director Okuda, Osamu	Mgmt	For	For	For

Chugai Pharmaceutical Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.2	Elect Director Taniguchi, Iwaaki	Mgmt	For	For	For
2.3	Elect Director Iikura, Hitoshi	Mgmt	For	For	For
2.4	Elect Director Momoi, Mariko	Mgmt	For	For	For
2.5	Elect Director Tateishi, Fumio	Mgmt	For	For	For
2.6	Elect Director Teramoto, Hideo	Mgmt	For	For	For
2.7	Elect Director Thomas Schinecker	Mgmt	For	For	For
2.8	Elect Director Teresa A. Graham	Mgmt	For	For	For
2.9	Elect Director Boris L. Zaitra	Mgmt	For	For	For
3	Appoint Statutory Auditor Higuchi, Masayoshi	Mgmt	For	For	For

Ciena Corporation

Meeting Date: 03/27/2025

Country: USA

Ticker: CIEN

Record Date: 01/27/2025

Meeting Type: Annual

Primary Security ID: 171779309

Shares Voted: 582

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Lawton W. Fitt	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: This director is held accountable because the board failed to ensure a sufficient level of gender diversity.</i>				
1b	Elect Director Devinder Kumar	Mgmt	For	Against	Against
	<i>Voting Policy Rationale: This director is held accountable because the board failed to ensure a sufficient level of gender diversity.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Nippon Paint Holdings Co., Ltd.

Meeting Date: 03/27/2025

Country: Japan

Ticker: 4612

Record Date: 12/31/2024

Meeting Type: Annual

Primary Security ID: J55053128

Nippon Paint Holdings Co., Ltd.

Shares Voted: 4,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 8	Mgmt	For	For	For
2.1	Elect Director Goh Hup Jin	Mgmt	For	For	For
2.2	Elect Director Hara, Hisashi	Mgmt	For	For	For
2.3	Elect Director Andrew Larke	Mgmt	For	For	For
2.4	Elect Director Lim Hwee Hua	Mgmt	For	For	For
2.5	Elect Director Mitsuhashi, Masataka	Mgmt	For	For	For
2.6	Elect Director Morohoshi, Toshio	Mgmt	For	For	For
2.7	Elect Director Nakamura, Masayoshi	Mgmt	For	For	For
2.8	Elect Director Wakatsuki, Yuichiro	Mgmt	For	For	For
2.9	Elect Director Wee Siew Kim	Mgmt	For	For	For

Novo Nordisk A/S

Meeting Date: 03/27/2025

Country: Denmark

Ticker: NOVO.B

Record Date: 03/20/2025

Meeting Type: Annual

Primary Security ID: K72807140

Shares Voted: 44,469

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Report of Board	Mgmt			
2	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
3	Approve Allocation of Income and Dividends of DKK 7.9 Per Share	Mgmt	For	For	For
4	Approve Remuneration Report (Advisory Vote)	Mgmt	For	For	For
5.1	Approve Remuneration of Directors for 2024	Mgmt	For	For	For
5.2	Approve Remuneration Level of Directors for 2025	Mgmt	For	For	For

Novo Nordisk A/S

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6.1	Reelect Helge Lund (Chair) as Director	Mgmt	For	Abstain	Abstain
<p><i>Voting Policy Rationale: A vote ABSTAIN from incumbent nomination committee members Helge Lund, Sylvie Gregoire and Kasim Kutay is warranted for lack of diversity on the board. A vote ABSTAIN from candidates Henrik Poulsen (Item 6.2) and Kasim Kutay (Item 6.3d) is warranted because the company maintains a share structure with unequal voting rights, and the candidates represent the primary beneficiary of the superior voting rights. A vote FOR the remaining director nominees is warranted.</i></p>					
6.2	Reelect Henrik Poulsen (Vice Chair) as Director	Mgmt	For	Abstain	Abstain
<p><i>Voting Policy Rationale: A vote ABSTAIN from incumbent nomination committee members Helge Lund, Sylvie Gregoire and Kasim Kutay is warranted for lack of diversity on the board. A vote ABSTAIN from candidates Henrik Poulsen (Item 6.2) and Kasim Kutay (Item 6.3d) is warranted because the company maintains a share structure with unequal voting rights, and the candidates represent the primary beneficiary of the superior voting rights. A vote FOR the remaining director nominees is warranted.</i></p>					
6.3a	Reelect Laurence Debroux as Director	Mgmt	For	For	For
6.3b	Reelect Andreas Fibig as Director	Mgmt	For	For	For
6.3c	Reelect Sylvie Gregoire as Director	Mgmt	For	Abstain	Abstain
<p><i>Voting Policy Rationale: A vote ABSTAIN from incumbent nomination committee members Helge Lund, Sylvie Gregoire and Kasim Kutay is warranted for lack of diversity on the board. A vote ABSTAIN from candidates Henrik Poulsen (Item 6.2) and Kasim Kutay (Item 6.3d) is warranted because the company maintains a share structure with unequal voting rights, and the candidates represent the primary beneficiary of the superior voting rights. A vote FOR the remaining director nominees is warranted.</i></p>					
6.3d	Reelect Kasim Kutay as Director	Mgmt	For	Abstain	Abstain
<p><i>Voting Policy Rationale: A vote ABSTAIN from incumbent nomination committee members Helge Lund, Sylvie Gregoire and Kasim Kutay is warranted for lack of diversity on the board. A vote ABSTAIN from candidates Henrik Poulsen (Item 6.2) and Kasim Kutay (Item 6.3d) is warranted because the company maintains a share structure with unequal voting rights, and the candidates represent the primary beneficiary of the superior voting rights. A vote FOR the remaining director nominees is warranted.</i></p>					
6.3e	Reelect Christina Law as Director	Mgmt	For	For	For
6.3f	Reelect Martin Mackay as Director	Mgmt	For	For	For
7	Ratify Deloitte as Auditors; Ratify Deloitte as Auditors for Sustainability Reporting	Mgmt	For	For	For
8.1	Authorize Share Repurchase Program	Mgmt	For	For	For
8.2	Approve Creation of DKK 44.7 Million Pool of Capital with Preemptive Rights; Approve Creation of DKK 44.7 Million Pool of Capital without Preemptive Rights; Maximum Increase in Share Capital under Both Authorizations up to DKK 44.7 Million	Mgmt	For	For	For
	Shareholder Proposals Submitted by Kritiske Aktionaerer	Mgmt			

Novo Nordisk A/S

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8.3	Approve Proposal Regarding Regulated Working Conditions at Construction Sites	SH	Against	Against	Against
	Management Proposals	Mgmt			
9	Other Business	Mgmt			

OTSUKA CORP.

Meeting Date: 03/27/2025 **Country:** Japan **Ticker:** 4768
Record Date: 12/31/2024 **Meeting Type:** Annual
Primary Security ID: J6243L115

Shares Voted: 1,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 80	Mgmt	For	For	For
2.1	Elect Director Otsuka, Yuji	Mgmt	For	For	For
2.2	Elect Director Katakura, Kazuyuki	Mgmt	For	For	For
2.3	Elect Director Tsurumi, Hironobu	Mgmt	For	For	For
2.4	Elect Director Saito, Hironobu	Mgmt	For	For	For
2.5	Elect Director Sakurai, Minoru	Mgmt	For	For	For
2.6	Elect Director Yamada, Koichiro	Mgmt	For	For	For
2.7	Elect Director Uneno, Kazuo	Mgmt	For	For	For
2.8	Elect Director Makino, Jiro	Mgmt	For	For	For
2.9	Elect Director Saito, Tetsuo	Mgmt	For	For	For
2.10	Elect Director Hamabe, Makiko	Mgmt	For	For	For
2.11	Elect Director Suzumura, Fuminori	Mgmt	For	For	For

Shimano, Inc.

Meeting Date: 03/27/2025 **Country:** Japan **Ticker:** 7309
Record Date: 12/31/2024 **Meeting Type:** Annual
Primary Security ID: J72262108

Shimano, Inc.

Shares Voted: 700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 154.5	Mgmt	For	For	For
2.1	Elect Director Chia Chin Seng	Mgmt	For	For	For
2.2	Elect Director Ichijo, Kazuo	Mgmt	For	For	For
2.3	Elect Director Katsumaru, Mitsuhiro	Mgmt	For	For	For
2.4	Elect Director Sakakibara, Sadayuki	Mgmt	For	For	For
2.5	Elect Director Wada, Hiromi	Mgmt	For	For	For
2.6	Elect Director Eguchi, Atsumi	Mgmt	For	For	For
3	Approve Compensation Ceiling for Directors	Mgmt	For	For	For

SK hynix, Inc.

Meeting Date: 03/27/2025

Country: South Korea

Ticker: 000660

Record Date: 12/31/2024

Meeting Type: Annual

Primary Security ID: Y8085F100

Shares Voted: 2,324

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Financial Statements and Allocation of Income	Mgmt	For	For	For
2	Elect Gwak Noh-jeong as Inside Director	Mgmt	For	For	For
3	Elect Han Myeong-jin as Outside Director to Serve as an Audit Committee Member	Mgmt	For	For	For
4	Approve Total Remuneration of Inside Directors and Outside Directors	Mgmt	For	For	For

SK Square Co. Ltd.

Meeting Date: 03/27/2025

Country: South Korea

Ticker: 402340

Record Date: 12/31/2024

Meeting Type: Annual

Primary Security ID: Y8T6X4107

SK Square Co. Ltd.

Shares Voted: 1,292

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Financial Statements and Allocation of Income	Mgmt	For	For	For
2.1	Elect Hong Ji-hun as Outside Director	Mgmt	For	For	For
2.2	Elect Jeong Jae-heon as Non-Independent Non-Executive Director	Mgmt	For	For	For
3	Elect Hong Ji-hun as a Member of Audit Committee	Mgmt	For	For	For
4	Approve Total Remuneration of Inside Directors and Outside Directors	Mgmt	For	For	For

SUMCO Corp.

Meeting Date: 03/27/2025

Country: Japan

Ticker: 3436

Record Date: 12/31/2024

Meeting Type: Annual

Primary Security ID: J76896109

Shares Voted: 1,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Amend Articles to Amend Business Lines - Amend Provisions on Number of Directors	Mgmt	For	For	For
2.1	Elect Director Hashimoto, Mayuki	Mgmt	For	For	For
2.2	Elect Director Awa, Toshihiro	Mgmt	For	For	For
2.3	Elect Director Ryuta, Jiro	Mgmt	For	For	For
2.4	Elect Director Kubozoe, Shinichi	Mgmt	For	For	For
2.5	Elect Director Kato, Takeo	Mgmt	For	For	For
2.6	Elect Director Kato, Akane	Mgmt	For	For	For
3	Elect Director and Audit Committee Member Anita Killian	Mgmt	For	For	For

TIM SA

Meeting Date: 03/27/2025

Country: Brazil

Ticker: TIMS3

Record Date:

Meeting Type: Extraordinary Shareholders

Primary Security ID: P9153B104

Shares Voted: 87,624

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Prolonging of Cooperation and Support Agreement between Telecom Italia S.p.A and TIM S.A.	Mgmt	For	For	For
2	Approve 100-for-1 Reverse Stock Split, Followed by 100-for-1 Stock Split	Mgmt	For	For	For
3	Authorize Executives to Define Start Date and Execute Proposed Operation	Mgmt	For	For	For
4	Amend Article 3 Re: Corporate Purpose	Mgmt	For	For	For

Meeting Date: 03/27/2025

Country: Brazil

Ticker: TIMS3

Record Date:

Meeting Type: Annual

Primary Security ID: P9153B104

Shares Voted: 87,624

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 31, 2024	Mgmt	For	For	For
2	Approve Allocation of Income and Dividends	Mgmt	For	For	For
3	Fix Number of Directors at 10	Mgmt	For	For	For
4	Approve Classification of Flavia Maria Bittencourt, Gesner Jose de Oliveira Filho, Herculano Anibal Alves, and Nicandro Durante as Independent Directors	Mgmt	For	For	For
5	Elect Directors	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this item is warranted because: * The proposed board's level of independence fails to meet the expectations of institutional investors; and * The company has bundled the election of directors under a single item, preventing shareholders from voting individually on each nominee.</i></p>					
6	In Case There is Any Change to the Board Slate Composition, May Your Votes Still be Counted for the Proposed Slate?	Mgmt	None	Against	Against

Voting Policy Rationale: A vote AGAINST this request is warranted because potential changes in the board slate composition can impact the board's independence level in a way that cannot be anticipated by shareholders at this time. As such, due to the lack of timely disclosure, international institutional investors are prevented from making an informed voting decision.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	If Voting FOR on Item 7, Votes Are Distributed in Equal % Amongst Nominees voted FOR. If You Vote AGST, Contact Your Client Service Rep to Unequally Allocate % of Votes. If You Vote ABST, You Will Not Participate in Cumulative Voting.	Mgmt			
7	In Case Cumulative Voting Is Adopted, Do You Wish to Equally Distribute Your Votes Amongst the Nominees below?	Mgmt	None	Abstain	Abstain
<p><i>Voting Policy Rationale: Under these items, the company presented shareholders with the option to elect the board of directors using cumulative voting, under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. ABSTAIN vote recommendations are warranted for Items 7, 8.1-8.10 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.</i></p>					
8.1	Percentage of Votes to Be Assigned - Elect Adrian Calaza as Director	Mgmt	None	Abstain	Abstain
<p><i>Voting Policy Rationale: Under these items, the company presented shareholders with the option to elect the board of directors using cumulative voting, under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. ABSTAIN vote recommendations are warranted for Items 7, 8.1-8.10 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.</i></p>					
8.2	Percentage of Votes to Be Assigned - Elect Alberto Mario Griselli as Director	Mgmt	None	Abstain	Abstain
<p><i>Voting Policy Rationale: Under these items, the company presented shareholders with the option to elect the board of directors using cumulative voting, under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. ABSTAIN vote recommendations are warranted for Items 7, 8.1-8.10 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.</i></p>					
8.3	Percentage of Votes to Be Assigned - Elect Alessandra Michelini as Director	Mgmt	None	Abstain	Abstain
<p><i>Voting Policy Rationale: Under these items, the company presented shareholders with the option to elect the board of directors using cumulative voting, under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. ABSTAIN vote recommendations are warranted for Items 7, 8.1-8.10 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.</i></p>					
8.4	Percentage of Votes to Be Assigned - Elect Claudio Giovanni Ezio Ongaro as Director	Mgmt	None	Abstain	Abstain
<p><i>Voting Policy Rationale: Under these items, the company presented shareholders with the option to elect the board of directors using cumulative voting, under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. ABSTAIN vote recommendations are warranted for Items 7, 8.1-8.10 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8.5	Percentage of Votes to Be Assigned - Elect Flavia Maria Bittencourt as Independent Director	Mgmt	None	Abstain	Abstain
<p><i>Voting Policy Rationale: Under these items, the company presented shareholders with the option to elect the board of directors using cumulative voting, under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. ABSTAIN vote recommendations are warranted for Items 7, 8.1-8.10 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.</i></p>					
8.6	Percentage of Votes to Be Assigned - Elect Gesner Jose de Oliveira Filho as Independent Director	Mgmt	None	Abstain	Abstain
<p><i>Voting Policy Rationale: Under these items, the company presented shareholders with the option to elect the board of directors using cumulative voting, under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. ABSTAIN vote recommendations are warranted for Items 7, 8.1-8.10 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.</i></p>					
8.7	Percentage of Votes to Be Assigned - Elect Gigliola Bonino as Director	Mgmt	None	Abstain	Abstain
<p><i>Voting Policy Rationale: Under these items, the company presented shareholders with the option to elect the board of directors using cumulative voting, under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. ABSTAIN vote recommendations are warranted for Items 7, 8.1-8.10 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.</i></p>					
8.8	Percentage of Votes to Be Assigned - Elect Herculano Anibal Alves as Independent Director	Mgmt	None	Abstain	Abstain
<p><i>Voting Policy Rationale: Under these items, the company presented shareholders with the option to elect the board of directors using cumulative voting, under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. ABSTAIN vote recommendations are warranted for Items 7, 8.1-8.10 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.</i></p>					
8.9	Percentage of Votes to Be Assigned - Elect Leonardo de Carvalho Capdeville as Director	Mgmt	None	Abstain	Abstain
<p><i>Voting Policy Rationale: Under these items, the company presented shareholders with the option to elect the board of directors using cumulative voting, under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. ABSTAIN vote recommendations are warranted for Items 7, 8.1-8.10 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.</i></p>					
8.10	Percentage of Votes to Be Assigned - Elect Nicandro Durante as Independent Director	Mgmt	None	Abstain	Abstain
<p><i>Voting Policy Rationale: Under these items, the company presented shareholders with the option to elect the board of directors using cumulative voting, under the terms of Article 141 of the Brazilian Corporate Law, in accordance with the rules of the remote voting card issued by the Brazilian Securities Regulator (CVM), and mandatory for all publicly-traded Brazilian companies. ABSTAIN vote recommendations are warranted for Items 7, 8.1-8.10 in the absence of publicly-available information, disclosed in a timely manner, regarding a cumulative voting request presented by shareholders.</i></p>					

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
9	As an Ordinary Shareholder, Would You like to Request a Separate Minority Election of a Member of the Board of Directors, Under the Terms of Article 141 of the Brazilian Corporate Law?	Mgmt	None	Abstain	Abstain
<i>Voting Policy Rationale: An ABSTAIN vote for this item is warranted because: * By the time this analysis was concluded, the company had not disclosed an ordinary minority shareholder nominee; and * Lack of timely disclosure prevents institutional shareholders voting by proxy from making informed decisions.</i>					
10	Fix Number of Fiscal Council Members at Three	Mgmt	For	For	For
11	Elect Fiscal Council Members	Mgmt	For	For	For
12	In Case One of the Nominees Leaves the Fiscal Council Slate Due to a Separate Minority Election, as Allowed Under Articles 161 and 240 of the Brazilian Corporate Law, May Your Votes Still Be Counted for the Proposed Slate?	Mgmt	None	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this request is warranted because lack of timely disclosure prevents international institutional investors from making an informed voting decision.</i>					
13	As an Ordinary Shareholder, Would You Like to Request a Separate Election of a Member of the Fiscal Council, Under the Terms of Article 161 of the Brazilian Corporate Law?	Mgmt	None	Abstain	Abstain
<i>Voting Policy Rationale: An ABSTAIN vote for this item is warranted because: * By the time this analysis was concluded, the company had not disclosed a fiscal council candidate nominated by ordinary minority shareholders; and * Lack of timely disclosure prevents international institutional shareholders voting by proxy from making informed decisions.</i>					
14	Approve Remuneration of Company's Management, Committee Members, and Fiscal Council	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because the figure reported by the company for the total compensation of its highest-paid executive does not appear inclusive of all elements of the executive's pay.</i>					

Trend Micro, Inc.

Meeting Date: 03/27/2025 **Country:** Japan **Ticker:** 4704
Record Date: 12/31/2024 **Meeting Type:** Annual
Primary Security ID: J9298Q104

Shares Voted: 800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 184	Mgmt	For	For	For
2.1	Elect Director Chang Ming-Jang	Mgmt	For	For	For

Trend Micro, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.2	Elect Director Eva Chen	Mgmt	For	For	For
2.3	Elect Director Mahendra Negi	Mgmt	For	For	For
2.4	Elect Director Omikawa, Akihiko	Mgmt	For	For	For
2.5	Elect Director Tokuoka, Koichiro	Mgmt	For	For	For
2.6	Elect Director Inoue, Fukuzo	Mgmt	For	For	For
3.1	Appoint Statutory Auditor Hirata, Takashi	Mgmt	For	For	For
3.2	Appoint Statutory Auditor Izumi, Taeko	Mgmt	For	For	For
4	Amend Articles to Indemnify Statutory Auditors	Mgmt	For	For	For
5	Approve Compensation Ceiling for Directors	Mgmt	For	For	For

Turkiye Is Bankasi AS

Meeting Date: 03/27/2025

Country: Turkey

Ticker: ISCTR.E

Record Date:

Meeting Type: Annual

Primary Security ID: M8933F115

Shares Voted: 254,380

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt			
1	Open Meeting and Elect Presiding Council of Meeting	Mgmt	For	For	For
2	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
3	Approve Discharge of Board	Mgmt	For	For	For
4	Approve Allocation of Income	Mgmt	For	For	For
5	Approve Director Remuneration	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST is warranted as the company did not disclose the proposed board fees, which prevents shareholders from making an informed voting decision.</i></p>					
6	Ratify External Auditors	Mgmt	For	For	For
7	Grant Permission for Board Members to Engage in Commercial Transactions with Company and Be Involved with Companies with Similar Corporate Purpose in Accordance with Articles 395 and 396 of Turkish Commercial Law	Mgmt	For	For	For

Turkiye Is Bankasi AS

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8	Amend Company Articles 5, 29 and 38	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST the prolongation of the authorized capital is warranted because the proposed ceiling allows the company to increase the share capital without preemptive rights by more than 100 percent and allows the board to transfer its authority without explaining further.</i></p>					
9	Receive Information on Donations Made in 2024	Mgmt			
10	Receive Information in Accordance with Article 1.3.6 of Capital Market Board Corporate Governance Principles	Mgmt			
11	Receive Information on Share Repurchase Program	Mgmt			
12	Receive Information on Decarbonization Plan	Mgmt			

UniCredit SpA

Meeting Date: 03/27/2025 **Country:** Italy **Ticker:** UCG
Record Date: 03/18/2025 **Meeting Type:** Annual/Special
Primary Security ID: T9T23L642

Shares Voted: 21,559

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Ordinary Business	Mgmt			
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
2	Approve Allocation of Income	Mgmt	For	For	For
3	Approve Elimination of Negative Reserves	Mgmt	For	For	For
4	Authorize Share Repurchase Program	Mgmt	For	For	For
5	Elect Doris Honold as Director	Mgmt	For	For	For
6	Approve Remuneration Policy	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST is warranted due to the excessive increase in the CEO pay opportunity.</i></p>					
7	Approve Second Section of the Remuneration Report	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: These items warrant a vote AGAINST because the company assigned sizeable one-off awards to the CEO and other top managers without a sufficiently compelling rationale.</i></p>					
8	Approve 2025 Group Incentive System	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: This proposal merits a vote AGAINST due to the high risk of pay-for-performance misalignments deriving from the combination of the sizeable variable pay opportunity of the CEO and the problematic plan features.</i></p>					
	Extraordinary Business	Mgmt			

UniCredit SpA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Authorize Issuance of Shares to Be Subscribed Through a Contribution in Kind of Shares of Banco BPM SpA	Mgmt	For	For	For
2	Authorize Cancellation of Treasury Shares without Reduction of Share Capital; Amend Article 5	Mgmt	For	For	For
3	Authorize Board to Increase Capital to Service the 2019 Group Incentive System	Mgmt	For	For	For
4	Authorize Board to Increase Capital to Service the 2020 Group Incentive System	Mgmt	For	For	For
5	Authorize Board to Increase Capital to Service the 2022 Group Incentive System	Mgmt	For	For	For
6	Authorize Board to Increase Capital to Service the 2023 Group Incentive System	Mgmt	For	For	For
7	Authorize Board to Increase Capital to Service the 2024 Group Incentive System	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: These items warrant a vote AGAINST because the company assigned sizeable one-off awards to the CEO and other top managers without a sufficiently compelling rationale.</i></p>					
8	Authorize Board to Increase Capital to Service the Long Term Incentive Plan 2020-2023	Mgmt	For	For	For

UPM-Kymmene Oyj

Meeting Date: 03/27/2025

Country: Finland

Ticker: UPM

Record Date: 03/17/2025

Meeting Type: Annual

Primary Security ID: X9518S108

Shares Voted: 14,277

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

UPM-Kymmene Oyj

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
8	Approve Allocation of Income and Dividends of EUR 1.50 Per Share	Mgmt	For	For	For
9	Approve Discharge of Board and President	Mgmt	For	For	For
10	Approve Remuneration Report	Mgmt	For	For	For
11	Remuneration of Directors in the Amount of EUR 240,000 for Chair, EUR 150,000 for Deputy Chair and EUR 120,000 for Other Directors; Approve Compensation for Committee Work	Mgmt	For	For	For
12	Fix Number of Directors at Nine	Mgmt	For	For	For
13	Reelect Pia Aaltonen-Forsell, Henrik Ehrnrooth, Jari Gustafsson, Piia-Noora Kauppi, Melanie Maas-Brunner, Topi Manner, Marjan Oudeman, Martin a Porta and Kim Wahl as Directors	Mgmt	For	For	For
14	Approve Remuneration of Auditors	Mgmt	For	For	For
15	Approve Remuneration of Auditor for Sustainability Reporting	Mgmt	For	For	For
16	Ratify Ernst & Young as Auditors	Mgmt	For	For	For
17	Appoint Ernst & Young as Auditor for Sustainability Reporting	Mgmt	For	For	For
18	Approve Issuance of up to 25 Million Shares without Preemptive Rights	Mgmt	For	For	For
19	Authorize Share Repurchase Program	Mgmt	For	For	For
20A	Amend Articles Re: Auditor; General Meeting	Mgmt	For	For	For
20B	Allow Shareholder Meetings to be Held by Electronic Means Only	Mgmt	For	For	For
21	Authorize Charitable Donations	Mgmt	For	For	For
22	Close Meeting	Mgmt			

Zealand Pharma A/S

Meeting Date: 03/27/2025

Country: Denmark

Ticker: ZEAL

Record Date: 03/20/2025

Meeting Type: Annual

Primary Security ID: K9898X127

Shares Voted: 427

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Receive Report of Board	Mgmt			
2	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
3	Approve Treatment of Net Loss	Mgmt	For	For	For
4.1	Reelect Alf Gunnar Martin Nicklasson as Director	Mgmt	For	For	For
4.2	Reelect Kirsten Aarup Drejer as Director	Mgmt	For	For	For
4.3	Reelect Jeffrey Berkowitz as Director	Mgmt	For	For	For
4.4	Reelect Leonard Krumer as Director	Mgmt	For	For	For
4.5	Reelect Bernadette Mary Connaughton as Director	Mgmt	For	For	For
4.6	Reelect Elaine Sullivan as Director	Mgmt	For	For	For
4.7	Reelect Enrique Conterno as Director	Mgmt	For	For	For
5	Ratify Pricewaterhouse Coopers as Auditors; Ratify Pricewaterhouse Coopers as Auditors for Sustainability Reporting	Mgmt	For	For	For
6	Authorize Share Repurchase Program	Mgmt	For	For	For
7	Approve Remuneration Report (Advisory Vote)	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this item is warranted because of the insufficient vesting period attributable to the RSUs granted to the CEO.</i></p>					
8	Approve Remuneration of Directors in the Amount of DKK 100,000 for Each Director, and 5,000 RSU for Chair, 1,000 RSU for Vice Chair and 1,500 RSU for Other Directors; Approve Remuneration for Committee Work in RSUs	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this item is warranted, as the proposed fees are considered excessive in relation to peers.</i></p>					
9	Approve Creation of DKK 7.1 Million Pool of Capital without Preemptive Rights	Mgmt	For	For	For
10	Approve Creation of DKK 14.2 Million Pool of Capital with Preemptive Rights	Mgmt	For	For	For

Zealand Pharma A/S

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
11	Approve Issuance of Warrants without Preemptive Rights up to Aggregate Nominal Amount of DKK 220,000	Mgmt	For	For	For
12	Other Business (non-voting)	Mgmt			

AGC, Inc. (Japan)

Meeting Date: 03/28/2025 **Country:** Japan **Ticker:** 5201
Record Date: 12/31/2024 **Meeting Type:** Annual
Primary Security ID: J0025W100

Shares Voted: 1,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 105	Mgmt	For	For	For
2.1	Elect Director Shimamura, Takuya	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's unfavorable ROE performance.</i>					
2.2	Elect Director Hirai, Yoshinori	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's unfavorable ROE performance.</i>					
2.3	Elect Director Miyaji, Shinji	Mgmt	For	For	For
2.4	Elect Director Kurata, Hideyuki	Mgmt	For	For	For
2.5	Elect Director Yanagi, Hiroyuki	Mgmt	For	For	For
2.6	Elect Director Honda, Keiko	Mgmt	For	For	For
2.7	Elect Director Teshirogi, Isao	Mgmt	For	For	For
2.8	Elect Director Arima, Koji	Mgmt	For	For	For
3	Appoint Statutory Auditor Araki, Naoko	Mgmt	For	For	For

ASICS Corp.

Meeting Date: 03/28/2025 **Country:** Japan **Ticker:** 7936
Record Date: 12/31/2024 **Meeting Type:** Annual
Primary Security ID: J03234150

Shares Voted: 3,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 10	Mgmt	For	For	For
2	Amend Articles to Amend Business Lines	Mgmt	For	For	For
3.1	Elect Director Hirota, Yasuhito	Mgmt	For	For	For
3.2	Elect Director Tominaga, Mitsuyuki	Mgmt	For	For	For
3.3	Elect Director Murai, Mitsuru	Mgmt	For	For	For
3.4	Elect Director Suto, Miwa	Mgmt	For	For	For
3.5	Elect Director Kumanomido, Tomoko	Mgmt	For	For	For
4	Approve Compensation Ceiling for Directors Who Are Not Audit Committee Members	Mgmt	For	For	For
5	Approve Compensation Ceiling for Directors Who Are Audit Committee Members	Mgmt	For	For	For
6	Approve Restricted Stock Plan	Mgmt	For	For	For
7	Approve Donation of Treasury Shares to ASICS Foundation	Mgmt	For	Against	Against

*Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * ASICS fails to provide a compelling rationale for the donation of treasury shares to the ASICS Foundation.*

Canon, Inc.
Meeting Date: 03/28/2025

Country: Japan

Ticker: 7751

Record Date: 12/31/2024

Meeting Type: Annual

Primary Security ID: J05124144

Shares Voted: 11,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 80	Mgmt	For	For	For
2.1	Elect Director Mitarai, Fujio	Mgmt	For	For	For
2.2	Elect Director Tanaka, Toshizo	Mgmt	For	For	For
2.3	Elect Director Homma, Toshio	Mgmt	For	For	For
2.4	Elect Director Ogawa, Kazuto	Mgmt	For	For	For
2.5	Elect Director Takeishi, Hiroaki	Mgmt	For	For	For
2.6	Elect Director Asada, Minoru	Mgmt	For	For	For

Canon, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.7	Elect Director Kawamura, Yusuke	Mgmt	For	For	For
2.8	Elect Director Ikegami, Masayuki	Mgmt	For	For	For
2.9	Elect Director Suzuki, Masaki	Mgmt	For	For	For
2.10	Elect Director Ito, Akiko	Mgmt	For	For	For
3.1	Appoint Statutory Auditor Morikawa, Takeshi	Mgmt	For	For	For
3.2	Appoint Statutory Auditor Shigetomi, Yuka	Mgmt	For	For	For
4	Approve Annual Bonus	Mgmt	For	For	For

Daifuku Co., Ltd.

Meeting Date: 03/28/2025

Country: Japan

Ticker: 6383

Record Date: 12/31/2024

Meeting Type: Annual

Primary Security ID: J08988107

Shares Voted: 4,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Geshiro, Hiroshi	Mgmt	For	For	For
1.2	Elect Director Terai, Tomoaki	Mgmt	For	For	For
1.3	Elect Director Sato, Seiji	Mgmt	For	For	For
1.4	Elect Director Takubo, Hideaki	Mgmt	For	For	For
1.5	Elect Director Hibi, Tetsuya	Mgmt	For	For	For
1.6	Elect Director Ozawa, Yoshiaki	Mgmt	For	For	For
1.7	Elect Director Kato, Kaku	Mgmt	For	For	For
1.8	Elect Director Kaneko, Keiko	Mgmt	For	For	For
1.9	Elect Director Gideon Franklin	Mgmt	For	For	For
1.10	Elect Director Yoshida, Haruyuki	Mgmt	For	For	For
1.11	Elect Director Kanzaki, Yuki	Mgmt	For	For	For
2	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For	For

Dentsu Group, Inc.

Meeting Date: 03/28/2025

Country: Japan

Ticker: 4324

Record Date: 12/31/2024

Meeting Type: Annual

Primary Security ID: J1207N108

Dentsu Group, Inc.

Shares Voted: 1,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Matsui, Gan	Mgmt	For	For	For
1.2	Elect Director Igarashi, Hiroshi	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's unfavorable ROE performance, and this nominee is the top executive.</i></p>					
1.3	Elect Director Soga, Arinobu	Mgmt	For	For	For
1.4	Elect Director Paul Candland	Mgmt	For	For	For
1.5	Elect Director Andrew House	Mgmt	For	For	For
1.6	Elect Director Sagawa, Keiichi	Mgmt	For	For	For
1.7	Elect Director Sogabe, Mihoko	Mgmt	For	For	For
1.8	Elect Director Matsuda, Yuka	Mgmt	For	For	For
1.9	Elect Director Kawamura, Yoshihiko	Mgmt	For	For	For
1.10	Elect Director Takashima, Norimitsu	Mgmt	For	For	For
1.11	Elect Director Ichikawa, Naoko	Mgmt	For	For	For

Kirin Holdings Co., Ltd.

Meeting Date: 03/28/2025

Country: Japan

Ticker: 2503

Record Date: 12/31/2024

Meeting Type: Annual

Primary Security ID: 497350108

Shares Voted: 4,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 35.5	Mgmt	For	For	For
2.1	Elect Director Isozaki, Yoshinori	Mgmt	For	For	For
2.2	Elect Director Minakata, Takeshi	Mgmt	For	For	For
2.3	Elect Director Tsuboi, Junko	Mgmt	For	For	For
2.4	Elect Director Yoshimura, Toru	Mgmt	For	For	For
2.5	Elect Director Akieda, Shinjiro	Mgmt	For	For	For
2.6	Elect Director Yanagi, Hiroyuki	Mgmt	For	For	For
2.7	Elect Director Shiono, Noriko	Mgmt	For	For	For
2.8	Elect Director Rod Eddington	Mgmt	For	For	For

Kirin Holdings Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.9	Elect Director Katanozaka, Shinya	Mgmt	For	For	For
2.10	Elect Director Ando, Yoshiko	Mgmt	For	For	For
2.11	Elect Director Konomoto, Shingo	Mgmt	For	For	For
2.12	Elect Director Mikami, Naoko	Mgmt	For	For	For
3	Approve Trust-Type Equity Compensation Plan and Phantom Stock Plan	Mgmt	For	For	For

Otsuka Holdings Co., Ltd.

Meeting Date: 03/28/2025

Country: Japan

Ticker: 4578

Record Date: 12/31/2024

Meeting Type: Annual

Primary Security ID: J63117105

Shares Voted: 2,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Otsuka, Ichiro	Mgmt	For	For	For
1.2	Elect Director Inoue, Makoto	Mgmt	For	For	For
1.3	Elect Director Matsuo, Yoshiro	Mgmt	For	For	For
1.4	Elect Director Makino, Yuko	Mgmt	For	For	For
1.5	Elect Director Takagi, Shuichi	Mgmt	For	For	For
1.6	Elect Director Kobayashi, Masayuki	Mgmt	For	For	For
1.7	Elect Director Tojo, Noriko	Mgmt	For	For	For
1.8	Elect Director Higuchi, Tatsuo	Mgmt	For	For	For
1.9	Elect Director Matsutani, Yukio	Mgmt	For	For	For
1.10	Elect Director Aoki, Yoshihisa	Mgmt	For	For	For
1.11	Elect Director Mita, Mayo	Mgmt	For	For	For
1.12	Elect Director Kitachi, Tatsuki	Mgmt	For	For	For
1.13	Elect Director Seguchi, Jiro	Mgmt	For	For	For

Rakuten Group, Inc.

Meeting Date: 03/28/2025

Country: Japan

Ticker: 4755

Record Date: 12/31/2024

Meeting Type: Annual

Primary Security ID: J64264104

Rakuten Group, Inc.

Shares Voted: 7,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Amend Articles to Amend Business Lines	Mgmt	For	For	For
2.1	Elect Director Mikitani, Hiroshi	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this director nominee is warranted because: * Top management is responsible for the company's unfavorable ROE performance.</i>					
2.2	Elect Director Hyakuno, Kentaro	Mgmt	For	For	For
2.3	Elect Director Hirose, Kenji	Mgmt	For	For	For
2.4	Elect Director Ando, Takaharu	Mgmt	For	For	For
2.5	Elect Director Sarah J. M. Whitley	Mgmt	For	For	For
2.6	Elect Director Tsedal Neeley	Mgmt	For	For	For
2.7	Elect Director Charles B. Baxter	Mgmt	For	For	For
2.8	Elect Director Habuka, Shigeki	Mgmt	For	For	For
2.9	Elect Director Mitachi, Takashi	Mgmt	For	For	For
3	Approve Deep Discount Stock Option Plan	Mgmt	For	Against	Against
<i>Voting Policy Rationale: A vote AGAINST this proposal is warranted because: * Total dilution from this plan and the company's other equity compensation plans reaches 5.6 percent, which appears excessive. * No specific performance hurdles are specified, and the stock options could become exercisable in less than three years after this shareholder meeting by non-retiring recipients.</i>					

COWAY Co., Ltd.

Meeting Date: 03/31/2025

Country: South Korea

Ticker: 021240

Record Date: 12/31/2024

Meeting Type: Annual

Primary Security ID: Y1786S109

Shares Voted: 1,392

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Financial Statements and Allocation of Income	Mgmt	For	For	For
2.1	Amend Articles of Incorporation (Introduction of Cumulative Voting) (Shareholder Proposal)	SH	Against	Against	Against

COWAY Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.2	Amend Articles of Incorporation (Differentiated Cumulative Voting for Directors)	Mgmt	For	Against	Against
<p><i>Voting Policy Rationale: A vote AGAINST Item 2.1 is warranted, as the dissident came short of building a compelling case that cumulative voting would indeed improve governance for the company. A vote AGAINST Item 2.2 is warranted as Item 2.2 (selective cumulative voting) is automatically discarded upon rejection of Item 2.1 (cumulative voting). We recommend voting FOR Items 2.2 and 2.4 as the proposed amendments are not contentious or problematic in nature.</i></p>					
2.3	Amend Articles of Incorporation (Business Objectives)	Mgmt	For	For	For
2.4	Amend Articles of Incorporation (Record date for Dividends)	Mgmt	For	For	For
3.1	Elect Kim Jeong-ho as Outside Director	Mgmt	For	For	For
3.2	Elect Kim Tae-hong as Outside Director	Mgmt	For	For	For
3.3	Elect Lee Gil-yeon as Outside Director	Mgmt	For	For	For
4.1	Elect Kim Tae-hong as a Member of Audit Committee	Mgmt	For	For	For
4.2	Elect Lee Gil-yeon as a Member of Audit Committee	Mgmt	For	For	For
5	Approve Total Remuneration of Inside Directors and Outside Directors	Mgmt	For	For	For
6	Approve Reduction in Capital	Mgmt	For	For	For

Enchem Co. Ltd.

Meeting Date: 03/31/2025

Country: South Korea

Ticker: 348370

Record Date: 12/31/2024

Meeting Type: Annual

Primary Security ID: Y2S0FE177

Shares Voted: 1,440

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Financial Statements and Allocation of Income	Mgmt	For	For	For
2	Elect Three Inside Directors (Bundled)	Mgmt	For	For	For
3	Elect Lee Seung-ho as Outside Director to serve as an Audit Committee Member	Mgmt	For	For	For

Enchem Co. Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Approve Total Remuneration of Inside Directors and Outside Directors	Mgmt	For	Against	Against

Voting Policy Rationale: A vote AGAINST this item is warranted because: - The proposed remuneration limit is high relative to that of the market norm; and - The company is proposing an increase without providing any reasonable justification.

HYBE Co., Ltd.

Meeting Date: 03/31/2025 **Country:** South Korea **Ticker:** 352820
Record Date: 12/31/2024 **Meeting Type:** Annual
Primary Security ID: Y0S0UG104

Shares Voted: 474

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Financial Statements and Allocation of Income	Mgmt	For	For	For
2.1	Elect Lee Mi-gyeong as Outside Director	Mgmt	For	For	For
2.2	Elect Lee Sang-seung as Outside Director	Mgmt	For	For	For
2.3	Elect Baek Seung-ju as Outside Director	Mgmt	For	For	For
2.4	Elect Cho Won-gyeong as Outside Director	Mgmt	For	For	For
3.1	Elect Baek Seung-ju as a Member of Audit Committee	Mgmt	For	For	For
3.2	Elect Cho Won-gyeong as a Member of Audit Committee	Mgmt	For	For	For
4	Approve Total Remuneration of Inside Directors and Outside Directors	Mgmt	For	For	For
5	Approve Stock Option Grants	Mgmt	For	For	For

JA Solar Technology Co., Ltd.

Meeting Date: 03/31/2025 **Country:** China **Ticker:** 002459
Record Date: 03/25/2025 **Meeting Type:** Special
Primary Security ID: Y7163W100

Shares Voted: 29,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Issuance of H Class Shares and Listing in The Stock Exchange of Hong Kong Limited	Mgmt	For	For	For

JA Solar Technology Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	APPROVE PLAN ON ISSUANCE OF H CLASS SHARES AND LISTING IN THE STOCK EXCHANGE OF HONG KONG LIMITED	Mgmt			
2.1	Approve Share Type and Par Value	Mgmt	For	For	For
2.2	Approve Issue Time	Mgmt	For	For	For
2.3	Approve Issue Manner	Mgmt	For	For	For
2.4	Approve Issue Size	Mgmt	For	For	For
2.5	Approve Pricing Method	Mgmt	For	For	For
2.6	Approve Target Subscribers	Mgmt	For	For	For
2.7	Approve Issue Principle	Mgmt	For	For	For
2.8	Approve Listing Location	Mgmt	For	For	For
2.9	Approve Underwriting Manner	Mgmt	For	For	For
2.10	Approve Analysis of Financing Costs	Mgmt	For	For	For
2.11	Approve Selection and Appointment of Issuance Agent	Mgmt	For	For	For
3	Approve Conversion to an Overseas Fundraising Company	Mgmt	For	For	For
4	Approve Usage Plan of Raised Funds	Mgmt	For	For	For
5	Approve Resolution Validity Period	Mgmt	For	For	For
6	Approve Authorization of the Board and its Authorized Persons to Handle All Related Matters	Mgmt	For	For	For
7	Approve Distribution Arrangement of Cumulative Earnings	Mgmt	For	For	For
8	Approve Amendments to Articles of Association and Relevant Rules of Procedure	Mgmt	For	For	For
	APPROVE AMENDMENT AND FORMULATION OF INTERNAL CORPORATE GOVERNANCE SYSTEM	Mgmt			
9.1	Approve Decision-making System for Related-Party Transaction	Mgmt	For	For	For
9.2	Approve System for Independent Directors	Mgmt	For	For	For
9.3	Approve Information Disclosure Management System	Mgmt	For	For	For

JA Solar Technology Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10	Approve Purchase of Liability Insurance for Directors, Supervisors, and Senior Management Members and Prospectus liability Insurance	Mgmt	For	For	For
11	Approve to Appoint Auditor	Mgmt	For	For	For
12	Elect Zhu Zhongqun as Independent Director	Mgmt	For	For	For
13	Approve Determine the Role of the Company's Directors	Mgmt	For	For	For