

SPMS STICHTING PENSIOENFONDS MEDISCH SPECIALISTEN ALL VOTES

01/07/2023 to 30/09/2023

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

Aalberts NV

Meeting Date: 09/07/2023**Country:** Netherlands**Ticker:** AALB**Meeting Type:** Extraordinary Shareholders**Primary ISIN:** NL0000852564**Primary SEDOL:** B1W8P14

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Extraordinary Meeting Agenda	Mgmt		
1	Open Meeting	Mgmt		
2	Elect S. (Stephane) Simonetta to Management Board	Mgmt	For	For
3	Approve Discharge of W.A. (Wim) Pelsma as Member of the Management Board	Mgmt	For	For
4	Other Business (Non-Voting)	Mgmt		
5	Close Meeting	Mgmt		

Abacus Property Group

Meeting Date: 07/27/2023**Country:** Australia**Ticker:** ABP**Meeting Type:** Extraordinary Shareholders**Primary ISIN:** AU0000000ABP9**Primary SEDOL:** 6565707

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Amendments to AGHL Constitution	Mgmt	For	For
2	Approve Amendments to AGPL Constitution	Mgmt	For	For
3	Approve Amendments to ASOL Constitution	Mgmt	For	For
4	Approve Amendments to AT Constitution	Mgmt	For	For
5	Approve Amendments to AIT Constitution	Mgmt	For	For
6	Approve Amendments to ASPT Constitution	Mgmt	For	For
7	Approve Acquisition Resolutions	Mgmt	For	For
8	Approve Abacus Group Stapling Deed Resolution - Abacus Group Holdings Limited	Mgmt	For	For

Abacus Property Group

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
9	Approve Abacus Group Stapling Deed Resolution - Abacus Group Projects Limited	Mgmt	For	For
10	Approve Abacus Storage King Stapling Deed Resolution	Mgmt	For	For
11	Approve Proposal Approval Resolutions	Mgmt	For	For

Activia Properties, Inc.

Meeting Date: 08/17/2023

Country: Japan

Ticker: 3279

Meeting Type: Special

Primary ISIN: JP3047490002

Primary SEDOL: B8BSRY1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Disclose Unitholder Meeting Materials on Internet	Mgmt	For	For
2	Elect Executive Director Kashiwagi, Nobuhide	Mgmt	For	For
3.1	Elect Alternate Executive Director Murayama, Kazuyuki	Mgmt	For	For
3.2	Elect Alternate Executive Director Kamikawara, Manabu	Mgmt	For	For
4.1	Elect Supervisory Director Ariga, Yoshinori	Mgmt	For	For
4.2	Elect Supervisory Director Takamatsu, Kazuhiko	Mgmt	For	For
5	Elect Alternate Supervisory Director Inagaki, Natsuko	Mgmt	For	For

Advanced Drainage Systems, Inc.

Meeting Date: 07/20/2023

Country: USA

Ticker: WMS

Meeting Type: Annual

Primary ISIN: US00790R1041

Primary SEDOL: BP7RS59

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director D. Scott Barbour	Mgmt	For	For
1b	Elect Director Anesa T. Chaibi	Mgmt	For	For
1c	Elect Director Michael B. Coleman	Mgmt	For	For
1d	Elect Director Robert M. Eversole	Mgmt	For	For

Advanced Drainage Systems, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1e	Elect Director Alexander R. Fischer	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1f	Elect Director Tanya D. Fratto	Mgmt	For	For
1g	Elect Director Kelly S. Gast	Mgmt	For	For
1h	Elect Director M.A. (Mark) Haney	Mgmt	For	For
1i	Elect Director Ross M. Jones	Mgmt	For	For
1j	Elect Director Manuel J. Perez de la Mesa	Mgmt	For	For
1k	Elect Director Carl A. Nelson, Jr.	Mgmt	For	For
1l	Elect Director Anil Seetharam	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i>				

Agilysys, Inc.

Meeting Date: 08/21/2023

Country: USA

Ticker: AGYS

Meeting Type: Annual

Primary ISIN: US00847J1051

Primary SEDOL: 2689162

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Donald A. Colvin	Mgmt	For	For
1b	Elect Director Dana Jones	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1c	Elect Director Jerry Jones	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1d	Elect Director Michael A. Kaufman	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The company should establish formal board-level oversight of environmental and social issues. We are holding this director accountable. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				

Agilysys, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1e	Elect Director Melvin L. Keating	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1f	Elect Director John Mutch	Mgmt	For	For
1g	Elect Director Ramesh Srinivasan	Mgmt	For	For
2	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
5	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For

Ai Holdings Corp.

Meeting Date: 09/27/2023

Country: Japan

Ticker: 3076

Meeting Type: Annual

Primary ISIN: JP3105090009

Primary SEDOL: B1TK201

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 45	Mgmt	For	For
2	Elect Director Takahashi, Kazuo	Mgmt	For	For
3	Approve Restricted Stock Plan	Mgmt	For	Against
<i>Voter Rationale: This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.</i>				

AIMS APAC REIT

Meeting Date: 07/24/2023

Country: Singapore

Ticker: O5RU

Meeting Type: Annual

Primary ISIN: SG2D63974620

Primary SEDOL: B58DLN5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Report of the Trustee, Statement by the Manager, and Audited Financial Statements and Auditors' Report	Mgmt	For	For

AIMS APAC REIT

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	<i>Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account. Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>			
2	Approve KPMG LLP as Auditors and Authorize Manager to Fix Their Remuneration	Mgmt	For	For
	<i>Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>			
3	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	Against
	<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>			
4	Amend Articles Re: Units of AA REIT (the "Unit Buy-Back Supplement")	Mgmt	For	For
5	Authorize Unit Repurchase Program	Mgmt	For	For
6	Amend Articles Re: Development Management Fee Supplement	Mgmt	For	For

Ain Holdings, Inc.

Meeting Date: 07/28/2023

Country: Japan

Ticker: 9627

Meeting Type: Annual

Primary ISIN: JP3105250009

Primary SEDOL: 6249120

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 60	Mgmt	For	For
2.1	Elect Director Otani, Kiichi	Mgmt	For	For
2.2	Elect Director Shudo, Shoichi	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.3	Elect Director Mizushima, Toshihide	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.4	Elect Director Oishi, Miya	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.5	Elect Director Sakai, Masato	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.6	Elect Director Kimei, Rieko	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			

Ain Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.7	Elect Director Takakura, Nobuyuki	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.8	Elect Director Ishikawa, Kaori	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.9	Elect Director Endo, Noriko	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.10	Elect Director Ito, Junro	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.11	Elect Director Yamazoe, Shigeru	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.12	Elect Director Kuriyama, Hideki	Mgmt	For	For

Alibaba Group Holding Limited

Meeting Date: 09/28/2023	Country: Cayman Islands	Ticker: 9988
	Meeting Type: Annual	Primary ISIN: KYG017191142
		Primary SEDOL: BK6YZP5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Eddie Yongming Wu	Mgmt	For	For
1.2	Elect Director Maggie Wei Wu	Mgmt	For	For
1.3	Elect Director Kabir Misra	Mgmt	For	For
2	Ratify PricewaterhouseCoopers Zhong Tian LLP and PricewaterhouseCoopers as the U.S. and Hong Kong Auditors of the Company	Mgmt	For	For
	<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>			

Allegro MicroSystems, Inc.

Meeting Date: 08/03/2023	Country: USA	Ticker: ALGM
	Meeting Type: Annual	Primary ISIN: US01749D1054
		Primary SEDOL: BN4LSB6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Andrew G. Dunn	Mgmt	For	For
1.2	Elect Director Richard R. Lury	Mgmt	For	Withhold
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The nominee serves as Nominating Committee Chair and has long tenure. Long tenured directors could lack independence from the company and we expect key committee Chairs to be independent. Changes in company bylaws or articles of incorporation should not erode shareholders' rights and should be subject to shareholder approval. Specifically, the board's failure to remove, or subject to a sunset requirement, the classified board structure and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights.</i></p>				
1.3	Elect Director Susan D. Lynch	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				

Alpha Services & Holdings SA

Meeting Date: 07/27/2023

Country: Greece

Ticker: ALPHA

Meeting Type: Annual

Primary ISIN: GRS015003007

Primary SEDOL: BZ1MXR7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Approve Financial Statements and Income Allocation	Mgmt	For	For
2	Approve Offsetting of Accumulated Losses Using Reserves and Share Premium; Approve Distribution of Intragroup Dividend Reserve	Mgmt	For	For
3	Approve Management of Company and Grant Discharge to Auditors	Mgmt	For	For
4	Approve Auditors and Fix Their Remuneration	Mgmt	For	For
5	Approve Remuneration of Directors for 2022	Mgmt	For	For
6	Approve Advance Payment of Director Remuneration for 2023	Mgmt	For	For

Alpha Services & Holdings SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Advisory Vote on Remuneration Report	Mgmt	For	Against
<i>Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant.</i>				
8	Approve Remuneration Policy	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration policy should provide details of the rules governing the award of the annual and long-term variable incentives, any exceptional components and termination arrangements. Severance payments should not exceed two year's pay. Larger severance packages should be subject to a separate shareholder approval. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant.</i>				
9	Receive Audit Committee's Activity Report	Mgmt		
10	Receive Report of Independent Non-Executive Directors	Mgmt		
11	Amend Suitability Policy for Directors	Mgmt	For	For
12a	Announce Appointment of Directors	Mgmt		
12b1	Elect Diony C. Lebot as Independent Non-Executive Director	Mgmt	For	For
12b2	Elect Panagiotis I.-K. Papazoglou as Independent Non-Executive Director	Mgmt	For	For
13	Approve Type, Composition, and Term of the Audit Committee	Mgmt	For	For
14	Receive Information on Cases of Conflict of Interest	Mgmt		
15	Authorize Share Repurchase Program	Mgmt	For	For
16	Approve Share Distribution Plan	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant.</i>				
17	Authorize Board to Participate in Companies with Similar Business Interests	Mgmt	For	For

ALS Limited

Meeting Date: 07/26/2023

Country: Australia

Ticker: ALQ

Meeting Type: Annual

Primary ISIN: AU000000ALQ6

Primary SEDOL: B86SZR5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Leslie Desjardins as Director	Mgmt	For	For
2	Elect John Mulcahy as Director	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				

ALS Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Elect Peter Possemiers as Director	Mgmt	For	For
4	Elect Nigel Garrard as Director	Mgmt	For	For
5	Approve Remuneration Report	Mgmt	None	Against
<p><i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. The remuneration report does not articulate how executives performed against historic performance targets. The board should articulate how bonus payments reflect prior year performance, as well as outlining forward-looking targets that underpin long-term incentive plans.</i></p>				
6	Approve the Amendments to the Company's Constitution	Mgmt	For	For
7	Approve Grant of 2022 Performance Rights to Malcolm Deane	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
8	Approve Grant of 2023 Performance Rights to Malcolm Deane	Mgmt	For	Against
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
9	Approve Financial Assistance in Relation to the Acquisition	Mgmt	For	For

Apartment Income REIT Corp.

Meeting Date: 09/15/2023

Country: USA

Ticker: AIRC

Meeting Type: Annual

Primary ISIN: US03750L1098

Primary SEDOL: BN6QGL5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Terry Considine	Mgmt	For	For
1.2	Elect Director Thomas N. Bohjalian	Mgmt	For	For
1.3	Elect Director Kristin R. Finney-Cooke	Mgmt	For	For
1.4	Elect Director Thomas L. Keltner	Mgmt	For	For
1.5	Elect Director Devin I. Murphy	Mgmt	For	Against
<p><i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i></p>				

Apartment Income REIT Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.6	Elect Director Margarita Palau-Hernandez	Mgmt	For	For
1.7	Elect Director John Dinha Rayis	Mgmt	For	For
1.8	Elect Director Ann Sperling	Mgmt	For	For
1.9	Elect Director Nina A. Tran	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	Against
<p><i>Voter Rationale: Auditors should undertake non-audit work in exceptional circumstances only. Any non-audit fees paid to the auditor should be clearly disclosed, justified and not exceed audit fees. Large non-audit fees could compromise objectivity of the audit.</i></p>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval.</i></p>				
4	Eliminate Supermajority Vote Requirements	Mgmt	For	For
<p><i>Voter Rationale: Board efforts to reduce supermajority provisions are appreciated, as they create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i></p>				
5	Provide Directors May Be Removed With or Without Cause	Mgmt	For	For
6	Amend Charter to Eliminate Language that are No Longer Applicable Due to the Passage of Time	Mgmt	For	For

Apartment Investment and Management Company

Meeting Date: 09/29/2023

Country: USA

Ticker: AIV

Meeting Type: Annual

Primary ISIN: US03748R7474

Primary SEDOL: BN2W9T6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Eliminate Supermajority Voting Provisions	Mgmt	For	For
<p><i>Voter Rationale: Board efforts to reduce supermajority provisions are appreciated, as they create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i></p>				
2	Amend Charter to Provide Directors May Be Removed With or Without Cause and Authorize Board to Fill Vacancies	Mgmt	For	For
3.1	Elect Director Wes Powell	Mgmt	For	For
3.2	Elect Director Quincy L. Allen	Mgmt	For	For
3.3	Elect Director Patricia L. Gibson	Mgmt	For	For
3.4	Elect Director Jay Paul Leupp	Mgmt	For	For
3.5	Elect Director Sherry L. Rexroad	Mgmt	For	For

Apartment Investment and Management Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.6	Elect Director Deborah Smith	Mgmt	For	For
3.7	Elect Director R. Dary Stone	Mgmt	For	For
3.8	Elect Director James P. Sullivan	Mgmt	For	For
3.9	Elect Director Kirk A. Sykes	Mgmt	For	For
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
5	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Long-term incentives should not be delivered via cash or other non-equity vehicles.</i></p>				
6	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<p><i>Voter Rationale: We support an annual say on pay frequency.</i></p>				

Asahi Intecc Co., Ltd.

Meeting Date: 09/28/2023

Country: Japan

Ticker: 7747

Meeting Type: Annual

Primary ISIN: JP3110650003

Primary SEDOL: B019MQ5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 14.48	Mgmt	For	For
2	Amend Articles to Amend Business Lines	Mgmt	For	For
3.1	Elect Director Miyata, Masahiko	Mgmt	For	For
3.2	Elect Director Miyata, Kenji	Mgmt	For	For
3.3	Elect Director Kato, Tadakazu	Mgmt	For	For
3.4	Elect Director Matsumoto, Munechika	Mgmt	For	For
3.5	Elect Director Terai, Yoshinori	Mgmt	For	For
3.6	Elect Director Ito, Mizuho	Mgmt	For	For
3.7	Elect Director Nishiuchi, Makoto	Mgmt	For	For
3.8	Elect Director Ito, Kiyomichi	Mgmt	For	For
3.9	Elect Director Kusakari, Takahiro	Mgmt	For	For
3.10	Elect Director Taguchi, Akihiro	Mgmt	For	For

Meeting Date: 07/28/2023

Country: India

Ticker: 532215

Meeting Type: Annual

Primary ISIN: INE238A01034

Primary SEDOL: BPFJHC7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Dividend	Mgmt	For	For
3	Reelect Ashish Kotecha as Director	Mgmt	For	For
4	Elect Nurani Subramanian Vishwanathan (N. S. Vishwanathan) as Director	Mgmt	For	For
5	Approve Appointment and Remuneration of Nurani Subramanian Vishwanathan (N. S. Vishwanathan) as Non-Executive (Part-time) Chairman	Mgmt	For	For
6	Elect Subrat Mohanty as Director and Approve Appointment and Remuneration of Subrat Mohanty as Director and Whole-Time Director (designated as Executive Director)	Mgmt	For	For
7	Approve Revision in the Remuneration Payable to Amitabh Chaudhry as Managing Director & CEO	Mgmt	For	For
8	Approve Revision in the Remuneration Payable to Rajiv Anand as Deputy Managing Director	Mgmt	For	For
9	Amend Articles of Association	Mgmt	For	For
10	Approve Borrowing/Raising of Funds/Foreign Currency by Issuance of Debt Securities on Private Placement Basis	Mgmt	For	For
11	Approve Material Related Party Transactions for Acceptance of Deposits in Current/Savings Account or Any Other Similar Accounts Permitted to be Opened Under Applicable Laws	Mgmt	For	For
12	Approve Material Related Party Transactions for Subscription of Securities Issued by the Related Parties and/or Purchase of Securities (of Related or Other Unrelated Parties) from Related Parties	Mgmt	For	For
13	Approve Material Related Party Transactions for Sale of Securities (of Related or Other Unrelated Parties) to Related Parties	Mgmt	For	For
14	Approve Material Related Party Transactions for Issue of Securities of the Bank to Related Parties, Payment of Interest and Redemption Amount Thereof	Mgmt	For	For

Axis Bank Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
15	Approve Material Related Party Transactions for Receipt of Fees/Commission for Distribution of Insurance Products and Other Related Business	Mgmt	For	For
16	Approve Material Related Party Transactions for Fund Based or Non-Fund Based Credit Facilities Including Consequential Interest/Fees	Mgmt	For	For
17	Approve Material Related Party Transactions for Money Market Instruments/Term Borrowing/Term Lending (Including Repo/Reverse Repo)	Mgmt	For	For
18	Approve Material Related Party Transactions Pertaining to Forex and Derivative Contracts	Mgmt	For	For

B&M European Value Retail SA

Meeting Date: 07/25/2023

Country: Luxembourg

Ticker: BME

Meeting Type: Annual

Primary ISIN: LU1072616219

Primary SEDOL: BMTRW10

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Board Reports on the Annual Accounts and Financial Statements and on the Consolidated Annual Accounts and Financial Statements	Mgmt	For	For
2	Receive the Annual Accounts and Financial Statements, the Consolidated Annual Accounts and Financial Statements and the Auditors' Reports Thereon	Mgmt	For	For
3	Approve Annual Accounts and Financial Statements	Mgmt	For	For
4	Approve Consolidated Annual Accounts and Financial Statements	Mgmt	For	For
5	Approve Allocation of Income	Mgmt	For	For
6	Approve Dividends	Mgmt	For	For
7	Approve Remuneration Report	Mgmt	For	For
8	Approve Discharge of Directors	Mgmt	For	For

B&M European Value Retail SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
9	Re-elect Peter Bamford as Director	Mgmt	For	For
<p><i>Voter Rationale: Item 9 A vote FOR Peter Bamford is warranted. Shareholders will note that, as Nomination Committee Chair, Peter Bamford is considered responsible for incorporating sufficient diversity on the Board. Diversity at board level met the reporting requirements as at the financial year end, but will fall short of the 40% female representation threshold and the ethnic diversity target as at the AGM date. It is recognised that this non-compliance is rather a result of several Board changes since the last AGM. Additionally, the Company commits to achieve the diversity targets by the 2024 AGM, having announced the appointment of a female director in September 2023. Items 10-15 A vote FOR these Directors is warranted as no significant concerns have been identified.</i></p>				
10	Re-elect Alejandro Russo as Director	Mgmt	For	For
11	Re-elect Michael Schmidt as Director	Mgmt	For	For
12	Re-elect Ron McMillan as Director	Mgmt	For	For
13	Re-elect Tiffany Hall as Director	Mgmt	For	For
14	Re-elect Paula MacKenzie as Director	Mgmt	For	For
15	Re-elect Oliver Tant as Director	Mgmt	For	For
16	Approve Discharge of Auditors	Mgmt	For	For
17	Reappoint KPMG Audit Sarl as Auditors	Mgmt	For	For
18	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
19	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
20	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
21	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For

B&M European Value Retail SA

Meeting Date: 07/25/2023

Country: Luxembourg

Ticker: BME

Meeting Type: Extraordinary Shareholders

Primary ISIN: LU1072616219

Primary SEDOL: BMTRW10

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Renewal of the Authorisation Granted to the Board of Directors to Issue New Shares and Amend Articles of Association	Mgmt	For	For

B&M European Value Retail SA

Meeting Date: 09/22/2023

Country: Luxembourg

Ticker: BME

Meeting Type: Ordinary Shareholders

Primary ISIN: LU1072616219

Primary SEDOL: BMTRW10

B&M European Value Retail SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Hounaida Lasry as Director	Mgmt	For	For

Bharti Airtel Limited

Meeting Date: 08/24/2023	Country: India	Ticker: 532454	
	Meeting Type: Annual		
		Primary ISIN: INE397D01024	Primary SEDOL: 6442327

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Dividend	Mgmt	For	For
3	Reelect Gopal Vittal as Director	Mgmt	For	For
4	Approve Remuneration of Cost Auditors	Mgmt	For	For
5	Reelect Kimsuka Narasimhan as Director	Mgmt	For	For
6	Approve Revision in Remuneration of Sunil Bharti Mittal as Chairman	Mgmt	For	Against
<i>Voter Rationale: Executive compensation should be commensurate with a director's role and responsibilities.</i>				
7	Approve Material Related Party Transactions with Bharti Hexacom Limited	Mgmt	For	For
8	Approve Material Related Party Transactions with Nxtra Data Limited	Mgmt	For	For
9	Approve Material Related Party Transactions with Indus Towers Limited	Mgmt	For	For

BioLife Solutions, Inc.

Meeting Date: 07/21/2023	Country: USA	Ticker: BLFS	
	Meeting Type: Annual		
		Primary ISIN: US09062W2044	Primary SEDOL: BJH08B2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael Rice	Mgmt	For	For
1.2	Elect Director Joydeep Goswami	Mgmt	For	For

BioLife Solutions, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Joseph C. Schick	Mgmt	For	Withhold
	<i>Voter Rationale: The audit committee is responsible for the integrity of the annual report and accounts. Substantial restatements of earnings are indicative of the inadequate oversight and controls by the audit committee. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.4	Elect Director Amy DuRoss	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.5	Elect Director Rachel Ellingson	Mgmt	For	Withhold
	<i>Voter Rationale: The audit committee is responsible for the integrity of the annual report and accounts. Substantial restatements of earnings are indicative of the inadequate oversight and controls by the audit committee. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.6	Elect Director Timothy L. Moore	Mgmt	For	For
1.7	Elect Director Roderick de Greef	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: Long-term incentive awards should be used to incentivize long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>			
3	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For
	<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Long-term incentive awards should be used to incentivize long-term performance and should not be allowed to vest within 3 years since the date of grant. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>			

Black Knight, Inc.

Meeting Date: 07/12/2023

Country: USA

Ticker: BKI

Meeting Type: Annual

Primary ISIN: US09215C1053

Primary SEDOL: BDG75V1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Anthony M. Jabbour	Mgmt	For	For

Black Knight, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>			
1.2	Elect Director Catherine L. (Katie) Burke	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.3	Elect Director David K. Hunt	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.4	Elect Director Joseph M. Otting	Mgmt	For	For
1.5	Elect Director Ganesh B. Rao	Mgmt	For	For
1.6	Elect Director John D. Rood	Mgmt	For	For
	<i>Voter Rationale: We would encourage the issuer to set interim GHG emissions reduction target(s).</i>			
1.7	Elect Director Nancy L. Shanik	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs.</i>			
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>			

Blackmores Limited

Meeting Date: 07/18/2023

Country: Australia

Ticker: BKL

Meeting Type: Court

Primary ISIN: AU000000BKL7

Primary SEDOL: 6102267

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Court-Ordered Meeting	Mgmt		

Blackmores Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Scheme of Arrangement in Relation to the Proposed Acquisition of the Company by Kirin Health Science Australia Pty Ltd, a Wholly Owned Subsidiary of Kirin Holdings Company, Limited	Mgmt	For	For

Blink Charging Co.

Meeting Date: 07/24/2023	Country: USA	Ticker: BLNK	
	Meeting Type: Annual		
		Primary ISIN: US09354A1007	Primary SEDOL: BYWLZL4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ritsaart J.M. van Montfrans	Mgmt	For	Withhold
<i>Voter Rationale: The audit committee is responsible for the integrity of the annual report and accounts. Substantial restatements of earnings are indicative of the inadequate oversight and controls by the audit committee.</i>				
1.2	Elect Director Brendan S. Jones	Mgmt	For	For
1.3	Elect Director Aviv Hillo	Mgmt	For	For
1.4	Elect Director Mahidhar (Mahi) Reddy	Mgmt	For	For
1.5	Elect Director Jack Levine	Mgmt	For	Withhold
<i>Voter Rationale: The audit committee is responsible for the integrity of the annual report and accounts. Substantial restatements of earnings are indicative of the inadequate oversight and controls by the audit committee. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.</i>				
1.6	Elect Director Kristina A. Peterson	Mgmt	For	For
1.7	Elect Director Cedric L. Richmond	Mgmt	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	Against
<i>Voter Rationale: Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i>				
3	Ratify Marcum LLP as Auditors	Mgmt	For	For

Boot Barn Holdings, Inc.

Meeting Date: 08/30/2023	Country: USA	Ticker: BOOT	
	Meeting Type: Annual		
		Primary ISIN: US0994061002	Primary SEDOL: BRS6600

Boot Barn Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Peter Starrett	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.2	Elect Director Chris Bruzzo	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.3	Elect Director Eddie Burt	Mgmt	For	For
1.4	Elect Director James G. Conroy	Mgmt	For	For
1.5	Elect Director Lisa G. Laube	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.6	Elect Director Anne MacDonald	Mgmt	For	For
1.7	Elect Director Brenda I. Morris	Mgmt	For	For
1.8	Elect Director Brad Weston	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The annual bonus should be assessed using no less than two metrics. Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Booz Allen Hamilton Holding Corporation

Meeting Date: 07/26/2023

Country: USA

Ticker: BAH

Meeting Type: Annual

Primary ISIN: US0995021062

Primary SEDOL: B5367T7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Ralph W. Shrader	Mgmt	For	For
<i>Voter Rationale: The nominee is a former executive and considered to be non-independent.</i>				
1b	Elect Director Horacio D. Rozanski	Mgmt	For	For
1c	Elect Director Joan Lordi C. Amble	Mgmt	For	For
1d	Elect Director Melody C. Barnes	Mgmt	For	For
1e	Elect Director Michele A. Flourmoy	Mgmt	For	For
1f	Elect Director Mark E. Gaumont	Mgmt	For	For
1g	Elect Director Ellen Jewett	Mgmt	For	For
1h	Elect Director Arthur E. Johnson	Mgmt	For	For
1i	Elect Director Gretchen W. McClain	Mgmt	For	For
1j	Elect Director Rory P. Read	Mgmt	For	For
1k	Elect Director Charles O. Rossotti	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The annual bonus should be assessed using no less than two metrics.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
5	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For
6	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i>				

BYD Company Limited

Meeting Date: 09/19/2023

Country: China

Ticker: 1211

Meeting Type: Extraordinary Shareholders

Primary ISIN: CNE100000296

Primary SEDOL: 6536651

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	EGM BALLOT FOR HOLDERS OF H SHARES	Mgmt		
	ELECT NON-INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt		
1a	Elect Wang Chuan-fu as Director	Mgmt	For	For
	<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>			
1b	Elect Lv Xiang-yang as Director	Mgmt	For	Against
	<i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>			
1c	Elect Xia Zuo-quan as Director	Mgmt	For	For
	ELECT INDEPENDENT NON-EXECUTIVE DIRECTORS VIA CUMULATIVE VOTING	Mgmt		
1d	Elect Cai Hong-ping as Director	Mgmt	For	For
1e	Elect Zhang Min as Director	Mgmt	For	For
1f	Elect Yu Ling as Director	Mgmt	For	For
	ELECT SUPERVISORS VIA CUMULATIVE VOTING	Mgmt		
2a	Elect Li Yong-zhao as Supervisor	Mgmt	For	For
2b	Elect Zhu Ai-yun as Supervisor	Mgmt	For	For
2c	Elect Huang Jiang-feng as Supervisor	SH	For	For
3	Approve Remuneration of Directors	Mgmt	For	For
4	Approve Remuneration of Supervisors	Mgmt	For	For

CAE Inc.

Meeting Date: 08/09/2023

Country: Canada

Ticker: CAE

Meeting Type: Annual/Special

Primary ISIN: CA1247651088

Primary SEDOL: 2162760

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ayman Antoun	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Margaret S. (Peg) Billson	Mgmt	For	For
1.3	Elect Director Sophie Brochu	Mgmt	For	For
1.4	Elect Director Elise Eberwein	Mgmt	For	For
1.5	Elect Director Marianne Harrison	Mgmt	For	For
1.6	Elect Director Alan N. MacGibbon	Mgmt	For	For
1.7	Elect Director Mary Lou Maher	Mgmt	For	For
1.8	Elect Director Francois Olivier	Mgmt	For	For
1.9	Elect Director Marc Parent	Mgmt	For	For
1.10	Elect Director David G. Perkins	Mgmt	For	For
1.11	Elect Director Michael E. Roach	Mgmt	For	For
1.12	Elect Director Patrick M. Shanahan	Mgmt	For	For
1.13	Elect Director Andrew J. Stevens	Mgmt	For	For
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	Withhold
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Approve Omnibus Incentive Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				

Canada Goose Holdings Inc.

Meeting Date: 08/04/2023 Country: Canada Ticker: GOOS
 Meeting Type: Annual Primary ISIN: CA1350861060 Primary SEDOL: BF04K39

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Meeting for Holders of Multiple Voting and Subordinate Voting Shares	Mgmt		
1.1	Elect Director Dani Reiss	Mgmt	For	For
<i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i>				
1.2	Elect Director Ryan Cotton	Mgmt	For	For

Canada Goose Holdings Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Joshua Bekenstein	Mgmt	For	For
<p><i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i></p>				
1.4	Elect Director Stephen Gunn	Mgmt	For	For
1.5	Elect Director John Davison	Mgmt	For	For
1.6	Elect Director Maureen Chiquet	Mgmt	For	For
1.7	Elect Director Jodi Butts	Mgmt	For	For
<p><i>Voter Rationale: An executive sits on the Remuneration Committee, which we expect to be independent, as non-independent directors could hamper the committee's impartiality and effectiveness. While directors are charged with making decisions regarding executive compensation, an advisory say on pay vote is the best method for all shareholders to provide their views on those decisions. The governance committee should put a say on pay on the AGM agenda as is now common practice in Canada</i></p>				
1.8	Elect Director Michael D. Armstrong	Mgmt	For	For
1.9	Elect Director Belinda Wong	Mgmt	For	For
2	Approve Deloitte LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<p><i>Voter Rationale: Auditors should undertake non-audit work in exceptional circumstances only. Any non-audit fees paid to the auditor should be clearly disclosed, justified and not exceed audit fees. Large non-audit fees could compromise objectivity of the audit. Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				

Capri Holdings Limited

Meeting Date: 08/02/2023

Country: Virgin Isl (UK)

Ticker: CPRI

Meeting Type: Annual

Primary ISIN: VGG1890L1076

Primary SEDOL: BJ1N1M9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director John D. Idol	Mgmt	For	For
1b	Elect Director Robin Freestone	Mgmt	For	For
1c	Elect Director Mahesh Madhavan	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i></p>				

Castellum AB

Meeting Date: 07/13/2023

Country: Sweden

Ticker: CAST

Meeting Type: Extraordinary Shareholders

Primary ISIN: SE0000379190

Primary SEDOL: B0XP0T0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Erik Persson as Chair of Meeting	Mgmt	For	For
2	Prepare and Approve List of Shareholders	Mgmt		
3	Approve Agenda of Meeting	Mgmt	For	For
4	Designate Johan Henriks as Inspector of Minutes of Meeting	Mgmt	For	For
5	Acknowledge Proper Convening of Meeting	Mgmt	For	For
6	Determine Number of Members (6) and Deputy Members (0) of Board	Mgmt	For	For
7	Approve Remuneration of Directors	Mgmt	For	For
8	Elect Pal Ahlsen as New Director	Mgmt	For	For
9	Close Meeting	Mgmt		

Catalyst Pharmaceuticals, Inc.

Meeting Date: 08/22/2023

Country: USA

Ticker: CPRX

Meeting Type: Annual

Primary ISIN: US14888U1016

Primary SEDOL: B1G7Q03

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Patrick J. McEnany	Mgmt	For	For
1.2	Elect Director Richard J. Daly	Mgmt	For	For
1.3	Elect Director Donald A. Denkhaus	Mgmt	For	For
1.4	Elect Director Molly Harper	Mgmt	For	For
1.5	Elect Director Charles B. O'Keeffe	Mgmt	For	For
1.6	Elect Director Tamar Thompson	Mgmt	For	For
<i>Voter Rationale:</i> .				
1.7	Elect Director David S. Tierney	Mgmt	For	Against
<i>Voter Rationale: The nominee serves as Remuneration Committee Chair and has long tenure. Long tenured directors could lack independence from the company and we expect key committee Chairs to be independent.</i>				

Catalyst Pharmaceuticals, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Amend Omnibus Stock Plan	Mgmt	For	For
	<p><i>Voter Rationale: Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	<p><i>Voter Rationale: <input type="checkbox"/> Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. <input type="checkbox"/> All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. <input type="checkbox"/> A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. <input type="checkbox"/> The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it</i></p>			
4	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
	<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>			
5	Other Business	Mgmt	For	Against
	<p><i>Voter Rationale: <input type="checkbox"/> Any Other Business' should not be a voting item.</i></p>			

ChargePoint Holdings, Inc.

Meeting Date: 07/18/2023

Country: USA

Ticker: CHPT

Meeting Type: Annual

Primary ISIN: US15961R1059

Primary SEDOL: BMC9RZ2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Pasquale Romano	Mgmt	For	For
1.2	Elect Director Elaine L. Chao	Mgmt	For	For

ChargePoint Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Bruce Chizen	Mgmt	For	Withhold
<p><i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time. Changes in company bylaws or articles of incorporation should not erode shareholders' rights and should be subject to shareholder approval. Specifically, the board failed to remove, or subject to a sunset requirement, the classified board and supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights.</i></p>				
1.4	Elect Director Michael Linse	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
4	Amend Certificate of Incorporation to Provide for the Exculpation of Officers	Mgmt	For	For

Chewy, Inc.

Meeting Date: 07/14/2023

Country: USA

Ticker: CHWY

Meeting Type: Annual

Primary ISIN: US16679L1098

Primary SEDOL: BJLFHW7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Marco Castelli	Mgmt	For	Withhold
<p><i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders.</i></p>				
1.2	Elect Director James Nelson	Mgmt	For	Withhold
<p><i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i></p>				
1.3	Elect Director Martin H. Nesbitt	Mgmt	For	For
1.4	Elect Director Raymond Svider	Mgmt	For	Withhold
<p><i>Voter Rationale: The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders. Changes in company bylaws or articles of incorporation should not erode shareholders' rights and should be subject to shareholder approval. Specifically, the board failed to remove, or subject to a reasonable sunset requirement, the classified board, and the "pop-up" supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights.</i></p>				

Chewy, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
4	Amend Certificate of Incorporation to Add Federal Forum Selection Provision	Mgmt	For	For

Cirrus Logic, Inc.

Meeting Date: 07/28/2023

Country: USA

Ticker: CRUS

Meeting Type: Annual

Primary ISIN: US1727551004

Primary SEDOL: 2197308

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Alexander M. Davern	Mgmt	For	For
1.2	Elect Director Timothy R. Dehne	Mgmt	For	For
1.3	Elect Director John M. Forsyth	Mgmt	For	For
1.4	Elect Director Deirdre R. Hanford	Mgmt	For	For
1.5	Elect Director Raghiv Hussain	Mgmt	For	For
1.6	Elect Director Duy-Loan T. Le	Mgmt	For	For
1.7	Elect Director Catherine P. Lego	Mgmt	For	For
1.8	Elect Director David J. Tupman	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: The annual bonus should be assessed using no less than two metrics. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<p><i>Voter Rationale: We support an annual say on pay frequency.</i></p>				

Clarivate Plc

Meeting Date: 07/27/2023

Country: Jersey

Ticker: CLVT

Meeting Type: Special

Primary ISIN: JE00BJJN4441

Primary SEDOL: BJJN444

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For

Collins Foods Limited

Meeting Date: 09/01/2023

Country: Australia

Ticker: CKF

Meeting Type: Annual

Primary ISIN: AU000000CKF7

Primary SEDOL: B6QCFP1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Elect Nicki Anderson as Director	Mgmt	For	For
3	Elect Christine Holman as Director	Mgmt	For	For
4	Approve Renewal of Shareholder Approval for Amended Collins Foods Limited Executive and Employee Incentive Plan	Mgmt	For	For
5	Approve Grant of Performance Rights to Drew O'Malley	Mgmt	For	For
6	Approve Remuneration Report	Mgmt	For	For
<i>Voter Rationale: The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
7	Ratify Past Issuance of Shares to Eligible Employees	Mgmt	For	For

Columbus McKinnon Corporation

Meeting Date: 07/24/2023

Country: USA

Ticker: CMCO

Meeting Type: Annual

Primary ISIN: US1993331057

Primary SEDOL: 2211071

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Gerald G. Colella	Mgmt	For	For
1.2	Elect Director Kathryn V. Roedel	Mgmt	For	For
1.3	Elect Director David J. Wilson	Mgmt	For	For

Columbus McKinnon Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Heath A. Mitts	Mgmt	For	For
1.5	Elect Director Aziz S. Aghili	Mgmt	For	Against
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1.6	Elect Director Jeanne Beliveau-Dunn	Mgmt	For	For
1.7	Elect Director Michael Dastoor	Mgmt	For	For
1.8	Elect Director Chad R. Abraham	Mgmt	For	For
1.9	Elect Director Rebecca Yeung	Mgmt	For	Against
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				

Comba Telecom Systems Holdings Limited

Meeting Date: 09/15/2023 **Country:** Cayman Islands **Ticker:** 2342
Meeting Type: Extraordinary Shareholders
Primary ISIN: KYG229721140 **Primary SEDOL:** 6651576

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Proposed Spin-Off and Related Transactions	Mgmt	For	For

Commvault Systems, Inc.

Meeting Date: 08/29/2023 **Country:** USA **Ticker:** CVLT
Meeting Type: Annual
Primary ISIN: US2041661024 **Primary SEDOL:** B142B38

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Nicholas Adamo	Mgmt	For	For
1.2	Elect Director Martha Bejar	Mgmt	For	For
1.3	Elect Director Keith Geeslin	Mgmt	For	For
1.4	Elect Director Vivie "YY" Lee	Mgmt	For	For
1.5	Elect Director Sanjay Mirchandani	Mgmt	For	For
1.6	Elect Director Charles "Chuck" Moran	Mgmt	For	For
1.7	Elect Director Allison Pickens	Mgmt	For	For
1.8	Elect Director Shane Sanders	Mgmt	For	For
1.9	Elect Director Arlen Shenkman	Mgmt	For	For
2	Amend Certificate of Incorporation to Include Officer Exculpation	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
5	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
6	Amend Omnibus Stock Plan	Mgmt	For	Against
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant.</i>				

Compagnie Financiere Richemont SA

Meeting Date: 09/06/2023

Country: Switzerland

Ticker: CFR

Meeting Type: Annual

Primary ISIN: CH0210483332

Primary SEDOL: BCRWZ18

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Management Proposals for All Shareholders Accept Financial Statements and Statutory Reports	Mgmt	For	For

Compagnie Financiere Richemont SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Allocation of Income and Ordinary Dividends of CHF 2.50 per Registered A Share and CHF 0.25 per Registered B Share and a Special Dividend of CHF 1.00 per Registered A Share and CHF 0.10 per Registered B Share	Mgmt	For	For
3	Approve Discharge of Board and Senior Management	Mgmt	For	For
	Management Proposal for Holders of A Registered Shares	Mgmt		
4	Elect Wendy Luhabe as Representative of Category A Registered Shares	Mgmt	For	For
	Management Proposals for All Shareholders	Mgmt		
5.1	Reelect Johann Rupert as Director and Board Chair	Mgmt	For	For
<p><i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 40% of the board. Given the recent updates to the board, we will keep this matter under review. To ensure the effectiveness of the board, the board should include between 5 and 15 directors.</i></p>				
5.2	Reelect Josua Malherbe as Director	Mgmt	For	Against
<p><i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committees impartiality and effectiveness.</i></p>				
5.3	Reelect Nikesh Arora as Director	Mgmt	For	For
5.4	Reelect Clay Brendish as Director	Mgmt	For	For
5.5	Reelect Jean-Blaise Eckert as Director	Mgmt	For	Against
<p><i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committees impartiality and effectiveness.</i></p>				
5.6	Reelect Burkhardt Grund as Director	Mgmt	For	For
5.7	Reelect Keyu Jin as Director	Mgmt	For	For
5.8	Reelect Jerome Lambert as Director	Mgmt	For	For
5.9	Reelect Wendy Luhabe as Director	Mgmt	For	For
5.10	Reelect Jeff Moss as Director	Mgmt	For	For
5.11	Reelect Vesna Nevistic as Director	Mgmt	For	For
5.12	Reelect Guillaume Pictet as Director	Mgmt	For	Against
<p><i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committees impartiality and effectiveness.</i></p>				
5.13	Reelect Maria Ramos as Director	Mgmt	For	For
5.14	Reelect Anton Rupert as Director	Mgmt	For	For
5.15	Reelect Patrick Thomas as Director	Mgmt	For	For
5.16	Reelect Jasmine Whitbread as Director	Mgmt	For	For
5.17	Elect Fiona Druckenmiller as Director	Mgmt	For	For
5.18	Elect Bram Schot as Director	Mgmt	For	For

Compagnie Financiere Richemont SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6.1	Reappoint Clay Brendish as Member of the Compensation Committee	Mgmt	For	Against
<i>Voter Rationale: In recent years, this is not the first time that we have been unable to support a pay related proposal at the company. Due to ongoing concerns regarding decisions taken by the remuneration committee chair, we are not inclined to support their re-election to the board.</i>				
6.2	Reappoint Keyu Jin as Member of the Compensation Committee	Mgmt	For	For
6.3	Reappoint Guillaume Pictet as Member of the Compensation Committee	Mgmt	For	For
6.4	Reappoint Maria Ramos as Member of the Compensation Committee	Mgmt	For	For
6.5	Appoint Fiona Druckenmiller as Member of the Compensation Committee	Mgmt	For	For
6.6	Appoint Jasmine Whitbread as Member of the Compensation Committee	Mgmt	For	For
7	Ratify PricewaterhouseCoopers SA as Auditors	Mgmt	For	Against
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
8	Designate Etude Gampert Demierre Moreno as Independent Proxy	Mgmt	For	For
9.1	Approve Remuneration of Directors in the Amount of CHF 8.3 Million	Mgmt	For	For
9.2	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 8 Million	Mgmt	For	Against
<i>Voter Rationale: All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors.</i>				
9.3	Approve Variable Remuneration of Executive Committee in the Amount of CHF 17.2 Million	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i>				
10.1	Amend Articles Re: Registration Threshold for Nominees	Mgmt	For	For
10.2	Amend Articles Re: Restriction on Empty Voting	Mgmt	For	For
10.3	Amend Articles Re: General Meeting	Mgmt	For	Against
<i>Voter Rationale: Changes in company's articles or by-laws should not erode shareholder rights.</i>				
10.4	Approve Virtual-Only or Hybrid Shareholder Meetings	Mgmt	For	For

Compagnie Financiere Richemont SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10.5	Amend Articles Re: Board of Directors; External Mandates for Members of the Board of Directors and Executive Committee	Mgmt	For	For
10.6	Amend Articles Re: Editorial Changes	Mgmt	For	For
11	Transact Other Business (Voting)	Mgmt	For	Against

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

Conagra Brands, Inc.

Meeting Date: 09/14/2023

Country: USA

Ticker: CAG

Meeting Type: Annual

Primary ISIN: US2058871029

Primary SEDOL: 2215460

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Anil Arora	Mgmt	For	For
1b	Elect Director Thomas "Tony" K. Brown	Mgmt	For	For
1c	Elect Director Emanuel "Manny" Chirico	Mgmt	For	For
1d	Elect Director Sean M. Connolly	Mgmt	For	For
1e	Elect Director George Dowdie	Mgmt	For	For
1f	Elect Director Francisco J. Fraga	Mgmt	For	For
1g	Elect Director Fran Horowitz	Mgmt	For	For
1h	Elect Director Richard H. Lenny	Mgmt	For	For
1i	Elect Director Melissa Lora	Mgmt	For	For
1j	Elect Director Ruth Ann Marshall	Mgmt	For	Against

Voter Rationale: The nominee serves as Remuneration Committee Chair and has long tenure. Long tenured directors could lack independence from the company and we expect key committee Chairs to be independent.

1k	Elect Director Denise A. Paulonis	Mgmt	For	For
2	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year

Voter Rationale: We support an annual say on pay frequency.

3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
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Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs.

Conagra Brands, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
5	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
6	Provide Right to Call a Special Meeting	SH	Against	For
<i>Voter Rationale: Holders of significant share capital should be entitled to call a special meeting. A total holding requirement of 10% is a suitable threshold to prevent abuse</i>				

Concentrix Corporation

Meeting Date: 08/04/2023	Country: USA	Ticker: CNXC
	Meeting Type: Special	
		Primary ISIN: US20602D1019
		Primary SEDOL: BNKVVY4

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

Constellation Brands, Inc.

Meeting Date: 07/18/2023	Country: USA	Ticker: STZ
	Meeting Type: Annual	
		Primary ISIN: US21036P1084
		Primary SEDOL: 2170473

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Christy Clark	Mgmt	For	For
1b	Elect Director Jennifer M. Daniels	Mgmt	For	For
1c	Elect Director Nicholas I. Fink	Mgmt	For	For
1d	Elect Director Ernesto M. Hernandez	Mgmt	For	For
1e	Elect Director Susan Somersille Johnson	Mgmt	For	Against
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1f	Elect Director Jose Manuel Madero Garza	Mgmt	For	For

Constellation Brands, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1g	Elect Director Daniel J. McCarthy	Mgmt	For	For
1h	Elect Director William A. Newlands	Mgmt	For	For
1i	Elect Director Richard Sands	Mgmt	For	For
<i>Voter Rationale: The nominee is a former executive and considered to be non-independent.</i>				
1j	Elect Director Robert Sands	Mgmt	For	For
<i>Voter Rationale: The nominee is a former executive and considered to be non-independent.</i>				
1k	Elect Director Judy A. Schmeling	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
5	Disclose GHG Emissions Reductions Targets	SH	Against	For
<i>Voter Rationale: We are supportive of requests to enhance disclosure and transparency concerning climate risk so long as the resolution does not directly circumvent management discretion or seek to entirely redefine the company's existing business strategy. To meet the ambition of the Paris Agreement and avoid massive risk to shareholder value, corporations should demonstrate the nexus between their climate aspirations and business strategy via disclosure of credible Paris- or 1.5 degree-aligned emissions reduction targets. Current disclosure does not sufficiently provide investors such information. We urge the company to set scope 1 and 2 GHG emissions reduction targets beyond 2025 to inform strategy and investments over the longer term. We also urge the setting of targets for material categories of Scope 3 emissions.</i>				
6	Report on Support for a Circular Economy for Packaging	SH	Against	For
<i>Voter Rationale: We are supportive of requests to enhance disclosure and transparency concerning energy efficiency so long as the resolution does not directly circumvent management discretion or seek to entirely redefine the company's existing business strategy. Externalities from energy inefficiencies may be material to the company's overall risk profile. Current disclosure does not provide shareholders the requisite information to determine whether the company is effectively addressing such potential risks.</i>				

Contemporary Amperex Technology Co., Ltd.

Meeting Date: 08/24/2023

Country: China

Ticker: 300750

Meeting Type: Special

Primary ISIN: CNE100003662

Primary SEDOL: BF7L9J2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Draft and Summary of Performance Shares Incentive Plan	Mgmt	For	Against
<i>Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant.</i>				

Contemporary Amperex Technology Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Methods to Assess the Performance of Plan Participants	Mgmt	For	Against
	<i>Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant.</i>			
3	Approve Authorization of the Board to Handle All Related Matters	Mgmt	For	Against
	<i>Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant.</i>			
4	Elect Ouyang Chuying as Non-Independent Director	Mgmt	For	For
	<i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i>			
	ELECT INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt		
5.1	Elect Wu Yuhui as Director	Mgmt	For	For
5.2	Elect Lin Xiaoxiong as Director	Mgmt	For	For
5.3	Elect Zhao Bei as Director	Mgmt	For	For

CorVel Corporation

Meeting Date: 08/10/2023

Country: USA

Ticker: CRVL

Meeting Type: Annual

Primary ISIN: US2210061097

Primary SEDOL: 2347277

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director V. Gordon Clemons	Mgmt	For	For
1.2	Elect Director Steven J. Hamerslag	Mgmt	For	Withhold
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
1.3	Elect Director Alan R. Hoops	Mgmt	For	Withhold
	<i>Voter Rationale: The nominee serves as Remuneration Committee Chair and has long tenure. Long tenured directors could lack independence from the company and we expect key committee Chairs to be independent. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1.4	Elect Director R. Judd Jessup	Mgmt	For	Withhold
	<i>Voter Rationale: The nominee serves as Audit Committee Chair and has long tenure. Long tenured directors could lack independence from the company and we expect key committee Chairs to be independent.</i>			
1.5	Elect Director Jean H. Macino	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			

CorVel Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.6	Elect Director Jeffrey J. Michael	Mgmt	For	Withhold
<p><i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				
2	Ratify Haskell & White LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year
<p><i>Voter Rationale: We support an annual say on pay frequency.</i></p>				

COSMOS Pharmaceutical Corp.

Meeting Date: 08/22/2023

Country: Japan

Ticker: 3349

Meeting Type: Annual

Primary ISIN: JP3298400007

Primary SEDOL: B036QP1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Yokoyama, Hideaki	Mgmt	For	For
1.2	Elect Director Shibata, Futoshi	Mgmt	For	For
1.3	Elect Director Uno, Yukitaka	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Kosaka, Michiyoshi	Mgmt	For	Against
<p><i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i></p>				
2.2	Elect Director and Audit Committee Member Watabe, Yuki	Mgmt	For	For
2.3	Elect Director and Audit Committee Member Harada, Chiyoko	Mgmt	For	For
3	Elect Alternate Director and Audit Committee Member Ueta, Masao	Mgmt	For	For
4	Approve Restricted Stock Plan	Mgmt	For	Against
<p><i>Voter Rationale: This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.</i></p>				

Create SD Holdings Co., Ltd.

Meeting Date: 08/25/2023

Country: Japan

Ticker: 3148

Meeting Type: Annual

Primary ISIN: JP3269940007

Primary SEDOL: B3V2XQ2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 27	Mgmt	For	For
2.1	Elect Director Yamamoto, Hisao	Mgmt	For	For
2.2	Elect Director Hirose, Taizo	Mgmt	For	For
2.3	Elect Director Nakaura, Shigeto	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Baniwa, Shuichi	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
3.2	Elect Director and Audit Committee Member Hara, Yukio	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Ampo, Yoko	Mgmt	For	For
4	Elect Alternate Director and Audit Committee Member Harada, Takafumi	Mgmt	For	For

CSW Industrials, Inc.

Meeting Date: 08/24/2023

Country: USA

Ticker: CSWI

Meeting Type: Annual

Primary ISIN: US1264021064

Primary SEDOL: BYQD1J6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Joseph B. Armes	Mgmt	For	For
1.2	Elect Director Michael R. Gambrell	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1.3	Elect Director Bobby Griffin	Mgmt	For	For
1.4	Elect Director Terry L. Johnston	Mgmt	For	For
1.5	Elect Director Linda A. Livingstone	Mgmt	For	For
1.6	Elect Director Anne B. Motsenbocker	Mgmt	For	For
1.7	Elect Director Robert M. Swartz	Mgmt	For	For
1.8	Elect Director J. Kent Sweezey	Mgmt	For	For

CSW Industrials, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				
3	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For

CTBC Financial Holding Co., Ltd.

Meeting Date: 09/06/2023	Country: Taiwan	Ticker: 2891
	Meeting Type: Special	
	Primary ISIN: TW0002891009	Primary SEDOL: 6527666

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	EGM BALLOT FOR HOLDERS OF COMMON SHARES	Mgmt		
1	Approve Profit Distribution Adjustment for Preferred Shares	Mgmt	For	For

Darden Restaurants, Inc.

Meeting Date: 09/20/2023	Country: USA	Ticker: DRI
	Meeting Type: Annual	
	Primary ISIN: US2371941053	Primary SEDOL: 2289874

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Margaret Shan Atkins	Mgmt	For	For
1.2	Elect Director Ricardo (Rick) Cardena	Mgmt	For	For
1.3	Elect Director Juliana L. Chugg	Mgmt	For	For
1.4	Elect Director James P. Fogarty	Mgmt	For	For
1.5	Elect Director Cynthia T. Jamison	Mgmt	For	For
1.6	Elect Director Nana Mensah	Mgmt	For	For
1.7	Elect Director William S. Simon	Mgmt	For	For
1.8	Elect Director Charles M. Sonstebly	Mgmt	For	For
1.9	Elect Director Timothy J. Wilmott	Mgmt	For	For

Darden Restaurants, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i></p>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<p><i>Voter Rationale: We support an annual say on pay frequency.</i></p>				
4	Ratify KPMG LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				
5	Adopt GHG Emissions Reduction Targets Aligned with the Paris Agreement Goal	SH	Against	For
<p><i>Voter Rationale: We are supportive of requests to enhance disclosure and transparency concerning climate risk so long as the resolution does not directly circumvent management discretion or seek to entirely redefine the company's existing business strategy. To meet the ambition of the Paris Agreement and avoid massive risk to shareholder value, corporations should demonstrate the nexus between their climate aspirations and business strategy via disclosure of credible Paris- or 1.5 degree-aligned emissions reduction targets. Current disclosure does not sufficiently provide investors such information. Company fails to meet our Net Zero Model expectations. In particular, we note the company has failed to set reduction targets. Climate change presents an ongoing and serious long-term risk that can impact shareholder value. Companies should improve their public disclosure and strategy setting in relation to climate change.</i></p>				
6	Report on Risks Due to Restrictions on Reproductive Rights	SH	Against	Against
<p><i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i></p>				

Deckers Outdoor Corporation

Meeting Date: 09/11/2023

Country: USA

Ticker: DECK

Meeting Type: Annual

Primary ISIN: US2435371073

Primary SEDOL: 2267278

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael F. Devine, III	Mgmt	For	For
1.2	Elect Director David A. Burwick	Mgmt	For	For
1.3	Elect Director Nelson C. Chan	Mgmt	For	For
1.4	Elect Director Cynthia (Cindy) L. Davis	Mgmt	For	For
1.5	Elect Director Juan R. Figueroa	Mgmt	For	For
1.6	Elect Director Maha S. Ibrahim	Mgmt	For	For
1.7	Elect Director Victor Luis	Mgmt	For	For

Deckers Outdoor Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.8	Elect Director Dave Powers	Mgmt	For	For
1.9	Elect Director Lauri M. Shanahan	Mgmt	For	For
1.10	Elect Director Bonita C. Stewart	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				

Diageo Plc

Meeting Date: 09/28/2023

Country: United Kingdom

Ticker: DGE

Meeting Type: Annual

Primary ISIN: GB0002374006

Primary SEDOL: 0237400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Report	Mgmt	For	For
3	Approve Remuneration Policy	Mgmt	For	For
4	Approve Long Term Incentive Plan	Mgmt	For	For
5	Approve Final Dividend	Mgmt	For	For
6	Elect Debra Crew as Director	Mgmt	For	For
7	Re-elect Javier Ferran as Director	Mgmt	For	For
<i>Voter Rationale: The board chairman serves as a member of the Nomination Committee.</i>				
8	Re-elect Lavanya Chandrashekar as Director	Mgmt	For	For
9	Re-elect Susan Kilsby as Director	Mgmt	For	For
10	Re-elect Melissa Bethell as Director	Mgmt	For	For
11	Re-elect Karen Blackett as Director	Mgmt	For	For

Diageo Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
12	Re-elect Valerie Chapoulaud-Floquet as Director	Mgmt	For	For
13	Re-elect Sir John Manzoni as Director	Mgmt	For	For
14	Re-elect Alan Stewart as Director	Mgmt	For	For
15	Re-elect Ireena Vittal as Director	Mgmt	For	For
16	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
17	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
18	Authorise UK Political Donations and Expenditure	Mgmt	For	For
19	Authorise Issue of Equity	Mgmt	For	For
20	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
21	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
22	Adopt New Articles of Association	Mgmt	For	For
23	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

Digital Turbine, Inc.

Meeting Date: 08/29/2023

Country: USA

Ticker: APPS

Meeting Type: Annual

Primary ISIN: US25400W1027

Primary SEDOL: BVFNZL6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Roy H. Chestnutt	Mgmt	For	For
1.2	Elect Director Robert Deutschman	Mgmt	For	Withhold
<p><i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. The company should establish formal board-level oversight of environmental and social issues. We are holding this director accountable.</i></p>				
1.3	Elect Director Holly Hess Groos	Mgmt	For	For
1.4	Elect Director Mohan S. Gyani	Mgmt	For	For
1.5	Elect Director Jeffrey Karish	Mgmt	For	For
1.6	Elect Director Mollie V. Spilman	Mgmt	For	For
1.7	Elect Director Michelle Sterling	Mgmt	For	For
1.8	Elect Director William G. Stone, III	Mgmt	For	For

Digital Turbine, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				

3	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For
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Dorian LPG Ltd.

Meeting Date: 09/13/2023	Country: Marshall Isl	Ticker: LPG
	Meeting Type: Annual	
	Primary ISIN: MHY2106R1100	Primary SEDOL: BM4QJF5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Christina Tan	Mgmt	For	For
1.2	Elect Director Marit Lunde	Mgmt	For	For
<p><i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				
2	Ratify Deloitte Certified Public Accountants S.A. as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				

Doximity, Inc.

Meeting Date: 07/26/2023	Country: USA	Ticker: DOCS
	Meeting Type: Annual	
	Primary ISIN: US26622P1075	Primary SEDOL: BMD22Y4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kevin Spain	Mgmt	For	Withhold

Doximity, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
<p><i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders' rights and should be subject to shareholder approval. Specifically, the board failed to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents, and the classified board, each of which adversely impacts shareholder rights.</i></p>				
1.2	Elect Director Timothy Cabral	Mgmt	For	Withhold
<p><i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders' rights and should be subject to shareholder approval. Specifically, the board failed to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents, and the classified board, each of which adversely impacts shareholder rights.</i></p>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<p><i>Voter Rationale: We support an annual say on pay frequency.</i></p>				

DXC Technology Company

Meeting Date: 07/25/2023

Country: USA

Ticker: DXC

Meeting Type: Annual

Primary ISIN: US23355L1061

Primary SEDOL: BYXD7B3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director David A. Barnes	Mgmt	For	For
1b	Elect Director Raul J. Fernandez	Mgmt	For	For
1c	Elect Director Anthony Gonzalez	Mgmt	For	For
1d	Elect Director David L. Herzog	Mgmt	For	For
1e	Elect Director Pinkie D. Mayfield	Mgmt	For	For
1f	Elect Director Karl Racine	Mgmt	For	For
1g	Elect Director Dawn Rogers	Mgmt	For	For
1h	Elect Director Michael J. Salvino	Mgmt	For	For
1i	Elect Director Carrie W. Teffner	Mgmt	For	For
1j	Elect Director Akihiko Washington	Mgmt	For	For
1k	Elect Director Robert F. Woods	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.

DXC Technology Company

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i></p>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<p><i>Voter Rationale: We support an annual say on pay frequency.</i></p>				

Dynatrace, Inc.

Meeting Date: 08/23/2023	Country: USA	Ticker: DT
	Meeting Type: Annual	
	Primary ISIN: US2681501092	Primary SEDOL: BJV2RD9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Rick McConnell	Mgmt	For	For
1b	Elect Director Michael Capone	Mgmt	For	For
<p><i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders' rights and should be subject to shareholder approval. Specifically, the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				
1c	Elect Director Stephen Lifshatz	Mgmt	For	For
<p><i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders' rights and should be subject to shareholder approval. Specifically, the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. however, we note these were make-whole awards and the company provided sufficient disclosure as to the grants. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Variable remuneration should not contain a significant overlap of metrics.</i></p>				

e.l.f. Beauty, Inc.

Meeting Date: 08/24/2023

Country: USA

Ticker: ELF

Meeting Type: Annual

Primary ISIN: US26856L1035

Primary SEDOL: BDDQ975

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kenny Mitchell	Mgmt	For	For
1.2	Elect Director Gayle Tait	Mgmt	For	For
1.3	Elect Director Maureen Watson	Mgmt	For	Withhold
	<i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders' rights and should be subject to shareholder approval. Specifically, the board's failure to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights.</i>			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	<i>Voter Rationale: The annual bonus should be assessed using no less than two metrics. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i>			
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

E2open Parent Holdings, Inc.

Meeting Date: 07/07/2023

Country: USA

Ticker: ETWO

Meeting Type: Annual

Primary ISIN: US29788T1034

Primary SEDOL: BM9NG38

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Martin Fichtner	Mgmt	For	For
1.2	Elect Director Ryan Hinkle	Mgmt	For	Withhold
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Changes in company bylaws or articles of incorporation should not erode shareholders' rights and should be subject to shareholder approval. The board failed to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights.</i>			
1.3	Elect Director Timothy Maudlin	Mgmt	For	Withhold
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Changes in company bylaws or articles of incorporation should not erode shareholders' rights and should be subject to shareholder approval. The board failed to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights.</i>			

E2open Parent Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Long-term incentive awards should be used to incentivize long-term performance and should not be allowed to vest within 3 years since the date of grant. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Electronic Arts Inc.

Meeting Date: 08/10/2023	Country: USA	Ticker: EA
	Meeting Type: Annual	
	Primary ISIN: US2855121099	Primary SEDOL: 2310194

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Kofi A. Bruce	Mgmt	For	For
1b	Elect Director Rachel A. Gonzalez	Mgmt	For	For
1c	Elect Director Jeffrey T. Huber	Mgmt	For	For
1d	Elect Director Talbott Roche	Mgmt	For	For
1e	Elect Director Richard A. Simonson	Mgmt	For	For
1f	Elect Director Luis A. Ubinas	Mgmt	For	For
1g	Elect Director Heidi J. Ueberroth	Mgmt	For	For
1h	Elect Director Andrew Wilson	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i></p>				
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i></p>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<p><i>Voter Rationale: We support an annual say on pay frequency.</i></p>				
5	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	Against
<p><i>Voter Rationale: The company's current cash severance multiple is 2x base salary and target bonus, which we consider best practice, and the company already requires shareholder approval for arrangements in excess of 2.99 times base salary and target bonus.</i></p>				

Meeting Date: 08/24/2023

Country: Sweden

Ticker: EKTA.B

Meeting Type: Annual

Primary ISIN: SE0000163628

Primary SEDOL: B0M42T2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Open Meeting	Mgmt		
2	Elect Chairman of Meeting	Mgmt	For	For
3	Prepare and Approve List of Shareholders	Mgmt		
4	Approve Agenda of Meeting	Mgmt	For	For
5	Designate Inspector(s) of Minutes of Meeting	Mgmt		
6	Acknowledge Proper Convening of Meeting	Mgmt	For	For
7	Receive Financial Statements and Statutory Reports	Mgmt		
8	Accept Financial Statements and Statutory Reports	Mgmt	For	For
9	Approve Allocation of Income and Dividends of SEK 2.40 Per Share	Mgmt	For	For
10.1	Approve Discharge of Board Member and Chair Laurent Leksell	Mgmt	For	For
10.2	Approve Discharge of Board Member Caroline Leksell Cooke	Mgmt	For	For
10.3	Approve Discharge of Board Member Johan Malmquist	Mgmt	For	For
10.4	Approve Discharge of Board Member Wolfgang Reim	Mgmt	For	For
10.5	Approve Discharge of Board Member Jan Secher	Mgmt	For	For
10.6	Approve Discharge of Board Member Birgitta Stymne Goransson	Mgmt	For	For
10.7	Approve Discharge of Board Member Cecilia Wikstrom	Mgmt	For	For
10.8	Approve Discharge of Board Member Kelly Londy	Mgmt	For	For
10.9	Approve Discharge of President and CEO Gustaf Salford	Mgmt	For	For
11.1	Determine Number of Members (9) of Board	Mgmt	For	For
11.2	Determine Number Deputy Members (0) of Board	Mgmt	For	For
12.1	Approve Remuneration of Directors in the Aggregate Amount of SEK 8.2 Million	Mgmt	For	For
12.2	Approve Remuneration of Auditors	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
13.1	Reelect Laurent Leksell as Director	Mgmt	For	For
<i>Voter Rationale: No remuneration concerns</i>				
13.2	Reelect Caroline Leksell Cooke as Director	Mgmt	For	Against
<i>Voter Rationale: Insider on Key committee</i>				
13.3	Reelect Wolfgang Reim as Director	Mgmt	For	For
13.4	Reelect Jan Secher as Director	Mgmt	For	For
13.5	Reelect Birgitta Stymne Goransson as Director	Mgmt	For	For
13.6	Reelect Cecilia Wikstrom as Director	Mgmt	For	For
13.7	Reelect Kelly Londy as Director	Mgmt	For	For
13.8	Elect Tomas Eliasson as New Director	Mgmt	For	For
13.9	Elect Volker Wetekam as New Director	Mgmt	For	For
13.10	Reelect Laurent Leksell as Board Chair	Mgmt	For	For
<i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i>				
14	Ratify Ernst & Young as Auditors	Mgmt	For	For
15	Approve Remuneration Report	Mgmt	For	For
<i>Voter Rationale: No rem Concerns</i>				
16.a	Approve Performance Share Plan 2023	Mgmt	For	For
<i>Voter Rationale: No rem concerns</i>				
16.b	Approve Equity Plan Financing	Mgmt	For	For
<i>Voter Rationale: A vote FOR is warranted as the proposed decision would fund equity remuneration plans that do not raise concerns.</i>				
17	Approve Equity Plan Financing of 2021, 2022 and 2023 Performance Share Plans	Mgmt	For	For
18.a	Authorize Share Repurchase Program	Mgmt	For	For
18.b	Authorize Reissuance of Repurchased Shares	Mgmt	For	For
19	Amend Articles Re: General Meeting; Editorial Changes	Mgmt	For	For
20	Authorize Contribution in Order to Establish Philanthropic Foundation	Mgmt	For	For
	Shareholder Proposals Submitted by Thorvald Tilman	Mgmt		
21.a	Amend Articles Re: Editorial Changes	SH	None	For
<i>Voter Rationale: Under this item, shareholder Thorvald Tilman proposes to amend the company's articles of association regarding the to share class and the 10x voting power of the class A shares. The proposal looks to have all shares have equal right which aids the protection of minority shareholders. A vote FOR is warranted.</i>				

Elekta AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
21.b	Amend Articles Re: Governance-Related	SH	None	Against
	<i>Voter Rationale: .</i>			
21.c	Amend Procedures for Nomination Committee	SH	None	Against
	<i>Voter Rationale: .</i>			
21.d	Instruct Board to Investigate the Conditions for the Introduction of Performance-Based Remuneration for Members of the Board	SH	None	Against
	<i>Voter Rationale: .</i>			
22	Close Meeting	Mgmt		

Empire Company Limited

Meeting Date: 09/14/2023

Country: Canada

Ticker: EMP.A

Meeting Type: Annual

Primary ISIN: CA2918434077

Primary SEDOL: 2314000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Meeting for Holders of Non-Voting Class A Shares	Mgmt		
1	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i>			

ePlus inc.

Meeting Date: 09/14/2023

Country: USA

Ticker: PLUS

Meeting Type: Annual

Primary ISIN: US2942681071

Primary SEDOL: 2597748

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Renee Bergeron	Mgmt	For	For
1.2	Elect Director Bruce M. Bowen	Mgmt	For	For
	<i>Voter Rationale: The nominee is a former executive and considered to be non-independent.</i>			
1.3	Elect Director John E. Callies	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director C. Thomas Faulders, III	Mgmt	For	For
<i>Voter Rationale: The company should establish formal board-level oversight of environmental and social issues. We are holding this director accountable.</i>				
1.5	Elect Director Eric D. Hovde	Mgmt	For	For
1.6	Elect Director Ira A. Hunt, III	Mgmt	For	For
1.7	Elect Director Mark P. Marron	Mgmt	For	For
1.8	Elect Director Maureen F. Morrison	Mgmt	For	For
1.9	Elect Director Ben Xiang	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Long-term incentives should not be delivered via cash or other non-equity vehicles. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
4	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For

Eurobank Ergasias Services & Holdings SA

Meeting Date: 07/20/2023

Country: Greece

Ticker: EUROB

Meeting Type: Annual

Primary ISIN: GRS323003012

Primary SEDOL: BYZ43T4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Approve Financial Statements and Income Allocation	Mgmt	For	For
2	Approve Management of Company and Grant Discharge to Auditors	Mgmt	For	For
3	Approve Auditors and Fix Their Remuneration	Mgmt	For	For
4	Authorize Share Repurchase Program for Shares Held By the Hellenic Financial Stability Fund	Mgmt	For	For

Eurobank Ergasias Services & Holdings SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Approve Remuneration Policy	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The proposed policy keeps foreseeing potentially excessive severance payments to executives, and termination payments to the non-executive chairman.</i></p>				
6	Approve Remuneration of Directors and Members of Committees	Mgmt	For	For
7	Advisory Vote on Remuneration Report	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. Companies should consider extending vesting periods for long-term incentive plans to 5 years or longer or as a minimum introduce an additional holding or deferral period.</i></p>				
8	Fix Maximum Variable Compensation Ratio	Mgmt	For	Against
<p><i>Voter Rationale: A vote AGAINST this item is warranted because, even though there are no concerns with the variable award cap, significant concerns are raised with the underlying stock option plan.</i></p>				
9	Amend Suitability Policy for Directors	Mgmt	For	For
10	Increase Size of the Board and Elect Independent Directors	Mgmt	For	For
<p><i>Voter Rationale: The board should submit directors for re-election individually, rather than as a single slate to enable shareholders to hold directors individually accountable for their performance.</i></p>				
11	Approve Type, Composition, and Term of the Audit Committee	Mgmt	For	For
12	Amend Article 11	Mgmt	For	For
13	Receive Audit Committee's Activity Report	Mgmt		
14	Receive Report of Independent Non-Executive Directors	Mgmt		

EuroGroup Laminations SpA

Meeting Date: 07/20/2023

Country: Italy

Ticker: EGLA

Meeting Type: Extraordinary Shareholders

Primary ISIN: IT0005527616

Primary SEDOL: BR1G4Z8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	Against
<p><i>Voter Rationale: Shares should not be repurchased at a premium/discount to the market price of more than 10%.</i></p>				
	Extraordinary Business	Mgmt		

EuroGroup Laminations SpA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Company Bylaws Re: Article 10	Mgmt	For	Against

Voter Rationale: Changes in company's articles or by-laws should not erode shareholder rights.

Experian Plc

Meeting Date: 07/19/2023

Country: Jersey

Ticker: EXPN

Meeting Type: Annual

Primary ISIN: GB00B19NLV48

Primary SEDOL: B19NLV4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Report	Mgmt	For	For
3	Approve Remuneration Policy	Mgmt	For	For
4	Elect Craig Boundy as Director	Mgmt	For	For
5	Elect Kathleen DeRose as Director	Mgmt	For	For
6	Elect Esther Lee as Director	Mgmt	For	For
7	Elect Louise Pentland as Director	Mgmt	For	For
8	Re-elect Alison Brittain as Director	Mgmt	For	For
9	Re-elect Brian Cassin as Director	Mgmt	For	For
10	Re-elect Caroline Donahue as Director	Mgmt	For	For
11	Re-elect Luiz Fleury as Director	Mgmt	For	For
12	Re-elect Jonathan Howell as Director	Mgmt	For	For
13	Re-elect Lloyd Pitchford as Director	Mgmt	For	For
14	Re-elect Mike Rogers as Director	Mgmt	For	For
15	Reappoint KPMG LLP as Auditors	Mgmt	For	For
16	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
17	Authorise Issue of Equity	Mgmt	For	For
18	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
19	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
20	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For

Extra Space Storage Inc.

Meeting Date: 07/18/2023

Country: USA

Ticker: EXR

Meeting Type: Special

Primary ISIN: US30225T1025

Primary SEDOL: B02HWR9

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

Far East Consortium International Limited

Meeting Date: 08/30/2023

Country: Cayman Islands

Ticker: 35

Meeting Type: Annual

Primary ISIN: KYG3307Z1090

Primary SEDOL: 6331555

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Final Dividend	Mgmt	For	For
3	Elect David Chiu as Director	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5 pct of the board.</i>				
4	Elect Dennis Chiu as Director	Mgmt	For	For
5	Elect Wai Hon Ambrose Lam as Director	Mgmt	For	Against
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
6	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
7	Approve Deloitte Touche Tohmatsu as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
8	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				
9	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
10	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				

Meeting Date: 09/21/2023

Country: USA

Ticker: FDX

Meeting Type: Annual

Primary ISIN: US31428X1063

Primary SEDOL: 2142784

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Marvin R. Ellison	Mgmt	For	For
1b	Elect Director Stephen E. Gorman	Mgmt	For	For
1c	Elect Director Susan Patricia Griffith	Mgmt	For	For
1d	Elect Director Amy B. Lane	Mgmt	For	For
1e	Elect Director R. Brad Martin	Mgmt	For	For
1f	Elect Director Nancy A. Norton	Mgmt	For	For
1g	Elect Director Frederick P. Perpall	Mgmt	For	For
1h	Elect Director Joshua Cooper Ramo	Mgmt	For	For
1i	Elect Director Susan C. Schwab	Mgmt	For	For
1j	Elect Director Frederick W. Smith	Mgmt	For	For
1k	Elect Director David P. Steiner	Mgmt	For	For
1l	Elect Director Rajesh Subramaniam	Mgmt	For	For
1m	Elect Director Paul S. Walsh	Mgmt	For	Against
<i>Voter Rationale: The nominee serves as Remuneration Committee Chair and has long tenure. Long tenured directors could lack independence from the company and we expect key committee Chairs to be independent.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The annual bonus should be assessed using no less than two metrics. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Long-term incentives should not be delivered via cash or other non-equity vehicles. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
5	Amend Clawback Policy	SH	Against	Against
<i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks and opportunities.</i>				

FedEx Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Report on Just Transition	SH	Against	For
<p><i>Voter Rationale: We are supportive of requests to enhance disclosure and transparency concerning climate risk so long as the resolution does not directly circumvent management discretion or seek to entirely redefine the company's existing business strategy. To meet the ambition of the Paris Agreement and avoid massive risk to shareholder value, corporations should demonstrate the nexus between their climate aspirations and business strategy via disclosure of credible Paris- or 1.5 degree-aligned emissions reduction targets. Current disclosure does not sufficiently provide investors such information.</i></p>				
7	Adopt a Paid Sick Leave Policy	SH	Against	Against
<p><i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks and opportunities.</i></p>				
8	Report on Climate Risk in Retirement Plan Options	SH	Against	Against
<p><i>Voter Rationale: At this time, we believe management and the board are adequately considering attendant material risks and opportunities.</i></p>				

Fisher & Paykel Healthcare Corporation Limited

Meeting Date: 08/29/2023

Country: New Zealand

Ticker: FPH

Meeting Type: Annual

Primary ISIN: NZFAPE0001S2

Primary SEDOL: 6340250

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Pip Greenwood as Director	Mgmt	For	For
2	Authorize Board to Fix Remuneration of the Auditors	Mgmt	For	For
3	Approve the Increase in Maximum Aggregate Remuneration of Non-Executive Directors	Mgmt	For	Against
<p><i>Voter Rationale: A vote AGAINST this resolution is warranted on the basis that the proposed NED fee pool increase is substantial. Concerns are highlighted that the level of chair and NED fees are higher than New Zealand market capitalisation peers. The proposed increase in NED fee cap would allow the company to increase individual fees which would further contribute to put NED fees at this company well above its NZX-listed market capitalisation peers.</i></p>				
4	Approve Issuance of Performance Share Rights to Lewis Gradon	Mgmt	For	For
<p><i>Voter Rationale: The long-term incentive plan is linked to a single performance target. Companies should base vesting levels on multiple performance criteria that reflect both absolute and relative financial metrics rather than a single performance criterion, and should stagger vesting to reward progressively better performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
5	Approve Issuance of Options to Lewis Gradon	Mgmt	For	For
<p><i>Voter Rationale: The long-term incentive plan is linked to a single performance target. Companies should base vesting levels on multiple performance criteria that reflect both absolute and relative financial metrics rather than a single performance criterion, and should stagger vesting to reward progressively better performance. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				

Fisker, Inc.

Meeting Date: 08/30/2023

Country: USA

Ticker: FSR

Meeting Type: Special

Primary ISIN: US33813J1060

Primary SEDOL: BNKD957

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Issuance of Shares for a Private Placement	Mgmt	For	For
2	Increase Authorized Common Stock	Mgmt	For	For
3	Provide Right to Act by Written Consent	Mgmt	For	Against

Voter Rationale: A vote AGAINST this proposal is warranted. While the right to act by written consent is a powerful tool for shareholders and is generally considered good governance, providing a written consent right concurrent with a controlling shareholder is not in the best interests of unaffiliated shareholders as it could be used unilaterally by the controlling shareholder to the potential detriment of unaffiliated shareholders, and could not be used by those unaffiliated shareholders.

Focus Financial Partners Inc.

Meeting Date: 07/14/2023

Country: USA

Ticker: FOCS

Meeting Type: Special

Primary ISIN: US34417P1003

Primary SEDOL: BF7J7H0

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

Franchise Group, Inc.

Meeting Date: 08/17/2023

Country: USA

Ticker: FRG

Meeting Type: Special

Primary ISIN: US35180X1054

Primary SEDOL: BK8VYM4

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

Meeting Date: 09/28/2023

Country: Japan

Ticker: 4478

Meeting Type: Annual

Primary ISIN: JP3826520003

Primary SEDOL: BKLFR7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Sasaki, Daisuke	Mgmt	For	For
1.2	Elect Director Togo, Sumito	Mgmt	For	For
1.3	Elect Director Yokoji, Ryu	Mgmt	For	For
1.4	Elect Director Yumi Hosaka Clark	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Naito, Yoko	Mgmt	For	For
2.2	Elect Director and Audit Committee Member Asada, Shinji	Mgmt	For	For
2.3	Elect Director and Audit Committee Member Hirano, Masao	Mgmt	For	For
3	Approve Restricted Stock Plan	Mgmt	For	Against

Voter Rationale: Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.

Gen Digital Inc.

Meeting Date: 09/12/2023

Country: USA

Ticker: GEN

Meeting Type: Annual

Primary ISIN: US6687711084

Primary SEDOL: BBN4XN5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Susan P. Barsamian	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1b	Elect Director Pavel Baudis	Mgmt	For	For
1c	Elect Director Eric K. Brandt	Mgmt	For	For
1d	Elect Director Frank E. Dangeard	Mgmt	For	For
1e	Elect Director Nora M. Denzel	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1f	Elect Director Peter A. Feld	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1g	Elect Director Emily Heath	Mgmt	For	For
1h	Elect Director Vincent Pilette	Mgmt	For	For

Gen Digital Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1i	Elect Director Sherrese M. Smith	Mgmt	For	For
1j	Elect Director Ondrej Vlcek	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
5	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	For
<i>Voter Rationale: Companies should request approval of compensation policies covering severance packages and signing bonuses from shareholders. The prospect of separating the voting rights of a merger or acquisition from the compensation packages associate with it is welcome.</i>				

General Mills, Inc.

Meeting Date: 09/26/2023

Country: USA

Ticker: GIS

Meeting Type: Annual

Primary ISIN: US3703341046

Primary SEDOL: 2367026

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director R. Kerry Clark	Mgmt	For	For
1b	Elect Director C. Kim Goodwin	Mgmt	For	For
1c	Elect Director Jeffrey L. Harmening	Mgmt	For	For
1d	Elect Director Maria G. Henry	Mgmt	For	For
1e	Elect Director Jo Ann Jenkins	Mgmt	For	For
1f	Elect Director Elizabeth C. Lempres	Mgmt	For	For
1g	Elect Director Diane L. Neal	Mgmt	For	For
1h	Elect Director Steve Odland	Mgmt	For	For
1i	Elect Director Maria A. Sastre	Mgmt	For	For
1j	Elect Director Eric D. Sprunk	Mgmt	For	For
1k	Elect Director Jorge A. Uribe	Mgmt	For	For

General Mills, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
4	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
5	Provide Right to Call a Special Meeting at a 25 Percent Ownership Threshold	Mgmt	For	For
<i>Voter Rationale: Holders of significant share capital should be entitled to call a special meeting.</i>				
6	Provide Right to Call a Special Meeting at a 10 Percent Ownership Threshold	SH	Against	For
<i>Voter Rationale: Holders of significant share capital should be entitled to call a special meeting. A total holding requirement of 10% is a suitable threshold to prevent abuse.</i>				

Genky DrugStores Co., Ltd.

Meeting Date: 09/07/2023

Country: Japan

Ticker: 9267

Meeting Type: Annual

Primary ISIN: JP3282750003

Primary SEDOL: BF41GY9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 12.5	Mgmt	For	For
2.1	Elect Director Fujinaga, Kenichi	Mgmt	For	For
2.2	Elect Director Yoshioka, Nobuhiro	Mgmt	For	For
2.3	Elect Director Yamagata, Hiroyuki	Mgmt	For	For
2.4	Elect Director Kobayashi, Yuji	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Kikkawa, Nana	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Sasaki, Tomoyo	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Takeda, Miho	Mgmt	For	For
4	Approve Stock Option Plan	Mgmt	For	Against
<i>Voter Rationale: This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.</i>				

Global Net Lease, Inc.

Meeting Date: 09/08/2023

Country: USA

Ticker: GNL

Meeting Type: Special

Primary ISIN: US3793782018

Primary SEDOL: BZCFW78

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Issue Shares in Connection with Merger	Mgmt	For	Against
<i>Voter Rationale: At this time, such issuance is not in the best interest of shareholders</i>				
2	Adjourn Meeting	Mgmt	For	Against
<i>Voter Rationale: At this time, such issuance is not in the best interest of shareholders</i>				

Great Portland Estates Plc

Meeting Date: 07/06/2023

Country: United Kingdom

Ticker: GPE

Meeting Type: Annual

Primary ISIN: GB00BF5H9P87

Primary SEDOL: BF5H9P8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Final Dividend	Mgmt	For	For
3	Approve Remuneration Report	Mgmt	For	For
4	Approve Remuneration Policy	Mgmt	For	For
<i>Voter Rationale: Equity awards to executives should be linked to stretching performance targets rather than time-based vesting requirements.</i>				
5	Re-elect Richard Mully as Director	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 40% of the board. Given the recent updates to the board, we will keep this matter under review. The board chairman serves as a member of the Nomination Committee.</i>				
6	Re-elect Toby Courtauld as Director	Mgmt	For	For
7	Re-elect Nick Sanderson as Director	Mgmt	For	For
8	Re-elect Dan Nicholson as Director	Mgmt	For	For
9	Re-elect Nick Hampton as Director	Mgmt	For	For
10	Re-elect Mark Anderson as Director	Mgmt	For	For
11	Re-elect Vicky Jarman as Director	Mgmt	For	For
12	Elect Champa Magesh as Director	Mgmt	For	For
13	Re-elect Emma Woods as Director	Mgmt	For	For
14	Appoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Great Portland Estates Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
15	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
16	Authorise Issue of Equity	Mgmt	For	For
17	Approve Restricted Share Plan	Mgmt	For	For
<i>Voter Rationale: Equity awards to executives should be linked to stretching performance targets rather than time-based vesting requirements.</i>				
18	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
19	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
20	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
21	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

Haemonetics Corporation

Meeting Date: 08/04/2023

Country: USA

Ticker: HAE

Meeting Type: Annual

Primary ISIN: US4050241003

Primary SEDOL: 2401195

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Robert E. Abernathy	Mgmt	For	For
1.2	Elect Director Michael J. Coyle	Mgmt	For	For
1.3	Elect Director Charles J. Dockendorff	Mgmt	For	For
1.4	Elect Director Lloyd E. Johnson	Mgmt	For	For
1.5	Elect Director Mark W. Kroll	Mgmt	For	For
1.6	Elect Director Claire Pomeroy	Mgmt	For	For
1.7	Elect Director Christopher A. Simon	Mgmt	For	For
1.8	Elect Director Ellen M. Zane	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval. Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i>				

Haemonetics Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
4	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
5	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Halma Plc

Meeting Date: 07/20/2023

Country: United Kingdom

Ticker: HLMA

Meeting Type: Annual

Primary ISIN: GB0004052071

Primary SEDOL: 0405207

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Final Dividend	Mgmt	For	For
3	Approve Remuneration Report	Mgmt	For	For
4	Elect Steve Gunning as Director	Mgmt	For	For
5	Re-elect Dame Louise Makin as Director	Mgmt	For	For
<i>Voter Rationale: The board chairman serves as a member of the Remuneration Committee. The board chairman serves as a member of the Nomination Committee.</i>				
6	Re-elect Marc Ronchetti as Director	Mgmt	For	For
7	Re-elect Jennifer Ward as Director	Mgmt	For	For
8	Re-elect Carole Cran as Director	Mgmt	For	For
9	Re-elect Jo Harlow as Director	Mgmt	For	For
10	Re-elect Dharmash Mistry as Director	Mgmt	For	For
11	Re-elect Sharmila Nebhrajani as Director	Mgmt	For	For
12	Re-elect Tony Rice as Director	Mgmt	For	For
13	Re-elect Roy Twite as Director	Mgmt	For	For

Halma Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
14	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
15	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
16	Authorise Issue of Equity	Mgmt	For	For
17	Authorise UK Political Donations and Expenditure	Mgmt	For	For
18	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
19	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
20	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
21	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

HDFC Bank Ltd.

Meeting Date: 08/11/2023

Country: India

Ticker: 500180

Meeting Type: Annual

Primary ISIN: INE040A01034

Primary SEDOL: BK1N461

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Standalone Financial Statements and Statutory Reports	Mgmt	For	For
2	Accept Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Dividend	Mgmt	For	For
4	Reelect Kaizad Bharucha as Director	Mgmt	For	For
5	Authorize Board to Fix Remuneration of Auditors	Mgmt	For	For
6	Elect Renu Karnad as Director	Mgmt	For	For
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
7	Elect Keki Mistry as Director	Mgmt	For	For
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
8	Authorize Issuance of Unsecured Perpetual Debt Instruments, Tier II Capital Bonds and Long Term Bonds on Private Placement Basis	Mgmt	For	For

HDFC Bank Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
9	Approve Related Party Transactions with HDFC Credila Financial Services Limited	Mgmt	For	For
10	Approve Related Party Transactions with HCL Technologies Limited	Mgmt	For	For

HealthCo Healthcare & Wellness REIT

Meeting Date: 07/24/2023

Country: Australia

Ticker: HCW

Meeting Type: Extraordinary Shareholders

Primary ISIN: AU0000169302

Primary SEDOL: BNHNN03

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Selective Buy-Back	Mgmt	For	For
2	Approve Amendments to Investment Management Agreement to Permit the Issue of Units to the Investment Manager in Lieu of Cash Payments for Fees	Mgmt	For	For
3	Approve Acquisition of Relevant Interest by the HMC Affiliates	Mgmt	For	For

Heiwa Real Estate REIT, Inc.

Meeting Date: 08/30/2023

Country: Japan

Ticker: 8966

Meeting Type: Special

Primary ISIN: JP3046220004

Primary SEDOL: B064LV3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Disclose Unitholder Meeting Materials on Internet - Amend Permitted Investment Types	Mgmt	For	For
2	Elect Executive Director Motomura, Aya	Mgmt	For	For
3	Elect Alternate Executive Director Hirano, Masanori	Mgmt	For	For
4.1	Elect Supervisory Director Katayama, Noriyuki	Mgmt	For	For
4.2	Elect Supervisory Director Owada, Hiroyuki	Mgmt	For	For

Helen of Troy Limited

Meeting Date: 08/16/2023

Country: Bermuda

Ticker: HELE

Meeting Type: Annual

Primary ISIN: BMG4388N1065

Primary SEDOL: 2419530

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Julien R. Mininberg	Mgmt	For	For
1b	Elect Director Timothy F. Meeker	Mgmt	For	Against
<i>Voter Rationale: The nominee serves as Nominating Committee Chair and has long tenure. Long tenured directors could lack independence from the company and we expect key committee Chairs to be independent.</i>				
1c	Elect Director Krista L. Berry	Mgmt	For	For
1d	Elect Director Vincent D. Carson	Mgmt	For	For
<i>Voter Rationale: The nominee is a former executive and considered to be non-independent.</i>				
1e	Elect Director Thurman K. Case	Mgmt	For	For
1f	Elect Director Tabata L. Gomez	Mgmt	For	For
1g	Elect Director Elena B. Otero	Mgmt	For	For
1h	Elect Director Beryl B. Raff	Mgmt	For	For
1i	Elect Director Darren G. Woody	Mgmt	For	Against
<i>Voter Rationale: The nominee serves as Remuneration Committee Chair and has long tenure. Long tenured directors could lack independence from the company and we expect key committee Chairs to be independent.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
4	Approve Grant Thornton LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Hilltop Holdings, Inc.

Meeting Date: 07/20/2023

Country: USA

Ticker: HTH

Meeting Type: Annual

Primary ISIN: US4327481010

Primary SEDOL: 2365428

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Rhodes R. Bobbitt	Mgmt	For	For

Hilltop Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.2	Elect Director Tracy A. Bolt	Mgmt	For	For
1.3	Elect Director J. Taylor Crandall	Mgmt	For	For
1.4	Elect Director Hill A. Feinberg	Mgmt	For	For
1.5	Elect Director Gerald J. Ford	Mgmt	For	For
1.6	Elect Director Jeremy B. Ford	Mgmt	For	For
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1.7	Elect Director J. Markham Green	Mgmt	For	For
1.8	Elect Director Charlotte Jones	Mgmt	For	For
1.9	Elect Director Lee Lewis	Mgmt	For	For
1.10	Elect Director Andrew J. Littlefair	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.11	Elect Director Thomas C. Nichols	Mgmt	For	For
1.12	Elect Director W. Robert Nichols, III	Mgmt	For	Withhold
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The nominee serves as Nominating Committee Chair and has long tenure. Long tenured directors could lack independence from the company and we expect key committee Chairs to be independent. To ensure the effectiveness of the board, the board should include between 5 and 15 directors.</i>				
1.13	Elect Director Kenneth D. Russell	Mgmt	For	Withhold
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1.14	Elect Director A. Haag Sherman	Mgmt	For	Withhold
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.15	Elect Director Jonathan S. Sobel	Mgmt	For	For

Hilltop Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.16	Elect Director Robert C. Taylor, Jr.	Mgmt	For	For
1.17	Elect Director Carl B. Webb	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Horizon Therapeutics Public Limited Company

Meeting Date: 07/27/2023

Country: Ireland

Ticker: HZNP

Meeting Type: Annual

Primary ISIN: IE00BQPVQZ61

Primary SEDOL: BQPVQZ6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Gino Santini	Mgmt	For	For
1b	Elect Director James Shannon	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>				
1c	Elect Director Timothy P. Walbert	Mgmt	For	For
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
2	Ratify PricewaterhouseCoopers LLP as Auditors and Authorise Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant.</i>				

Houlihan Lokey, Inc.

Meeting Date: 09/20/2023

Country: USA

Ticker: HLI

Meeting Type: Annual

Primary ISIN: US4415931009

Primary SEDOL: BYQ3PM7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Irwin N. Gold	Mgmt	For	Withhold
	<i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders</i>			
1.2	Elect Director Cyrus D. Walker	Mgmt	For	Withhold
	<i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders' rights and should be subject to shareholder approval. Specifically, the board failed to remove, or subject to a sunset requirement, the classified board, and the supermajority vote requirement to enact certain changes to the governing documents, each of which adversely impacts shareholder rights.</i>			
1.3	Elect Director Gillian B. Zucker	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The annual bonus should be assessed using no less than two metrics. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>			
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>			
4	Amend Certificate of Incorporation to Provide for the Exculpation of Certain Officers	Mgmt	For	For

ICICI Bank Limited

Meeting Date: 08/30/2023

Country: India

Ticker: 532174

Meeting Type: Annual

Primary ISIN: INE090A01021

Primary SEDOL: BSZ2BY7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Dividend	Mgmt	For	For
3	Reelect Sandeep Bakhshi as Director	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve M S K A & Associates, Chartered Accountants as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
5	Approve KKC & Associates LLP, Chartered Accountants as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
6	Reelect Hari L. Mundra as Director	Mgmt	For	For
7	Reelect B. Sriram as Director	Mgmt	For	For
8	Reelect S. Madhavan as Director	Mgmt	For	For
9	Approve Revision in Remuneration of Sandeep Bakhshi as Managing Director and Chief Executive Officer	Mgmt	For	For
10	Approve Revision in Remuneration of Sandeep Batra as Executive Director	Mgmt	For	For
11	Approve Revision in Remuneration of Rakesh Jha as Executive Director	Mgmt	For	For
12	Approve Revision in Remuneration of Anup Bagchi as Executive Director	Mgmt	For	For
13	Approve Reappointment and Remuneration of Sandeep Bakhshi as Managing Director & Chief Executive Officer	Mgmt	For	For
14	Approve Material Related Party Transactions for Sale of Securities (Issued by Related or Unrelated Parties) to Related Party for FY2024	Mgmt	For	For
15	Approve Material Related Party Transactions for Current Account Deposits for FY2025	Mgmt	For	For
16	Approve Material Related Party Transactions for Subscription of Securities Issued by Related Parties and Purchase of Securities from Related Parties (Issued by Related or Unrelated Parties) for FY2025	Mgmt	For	For
17	Approve Material Related Party Transactions for Sale of Securities (Issued by Related or Unrelated Parties) to Related Parties for FY2025	Mgmt	For	For
18	Approve Material Related Party Transactions for Fund-Based and/or Non-Fund Based Credit Facilities for FY2025	Mgmt	For	For
19	Approve Material Related Party Transactions for Undertaking Repurchase (Repo) Transactions and Other Permitted Short-Term Borrowing Transactions with the Related Party for FY2025	Mgmt	For	For

ICICI Bank Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
20	Approve Material Related Party Transactions for Undertaking Reverse Repurchase (Reverse Repo) and Other Permitted Short-Term Lending Transactions with the Related Party for FY2025	Mgmt	For	For
21	Approve Material Related Party Transactions for Availing Manpower Services for Certain Activities from Related Party for FY2025	Mgmt	For	For
22	Approve Material Related Party Transactions for Availing Insurance Services from Related Party for FY2025	Mgmt	For	For

IG Group Holdings plc

Meeting Date: 09/20/2023

Country: United Kingdom

Ticker: IGG

Meeting Type: Annual

Primary ISIN: GB00B06QFB75

Primary SEDOL: B06QFB7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Report	Mgmt	For	For
3	Approve Remuneration Policy	Mgmt	For	For
4	Approve Final Dividend	Mgmt	For	For
5	Re-elect Mike McTighe as Director	Mgmt	For	For
6	Re-elect June Felix as Director	Mgmt	For	For
7	Re-elect Charlie Rozes as Director	Mgmt	For	For
8	Re-elect Jon Noble as Director	Mgmt	For	For
9	Re-elect Jonathan Moulds as Director	Mgmt	For	For
10	Re-elect Rakesh Bhasin as Director	Mgmt	For	For
11	Re-elect Andrew Didham as Director	Mgmt	For	For
12	Re-elect Wu Gang as Director	Mgmt	For	For
13	Re-elect Sally-Ann Hibberd as Director	Mgmt	For	For
14	Re-elect Malcolm Le May as Director	Mgmt	For	For
15	Re-elect Susan Skerritt as Director	Mgmt	For	For
16	Re-elect Helen Stevenson as Director	Mgmt	For	For
17	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

IG Group Holdings plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
18	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
19	Approve Long Term Incentive Plan	Mgmt	For	For
20	Approve Sustained Performance Plan	Mgmt	For	For
21	Approve Global Share Purchase Plan	Mgmt	For	For
22	Authorise Issue of Equity	Mgmt	For	For
23	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
24	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
25	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
26	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For
27	Adopt New Articles of Association	Mgmt	For	For

Infratil Limited

Meeting Date: 08/17/2023

Country: New Zealand

Ticker: IFT

Meeting Type: Annual

Primary ISIN: NZIFTE0003S3

Primary SEDOL: 6459286

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Peter Springford as Director	Mgmt	For	For
2	Elect Anne Urlwin as Director	Mgmt	For	For
3	Approve Payment of FY2022 Incentive Fee by Share Issue (2022 Scrip Option) to Morrison & Co Infrastructure Management Limited	Mgmt	For	For
4	Approve Payment of FY2023 Incentive Fee by Share Issue (2023 Scrip Option) to Morrison & Co Infrastructure Management Limited	Mgmt	For	For
5	Approve the Increase in Maximum Aggregate Remuneration of Directors	Mgmt	For	Against
<p><i>Voter Rationale: A vote AGAINST this resolution is warranted. The proposed NED fee increases are excessive compared with market capitalisation peers. The fees currently paid to the chairman and other NEDs are in line relative to the average of peers at NZX-listed entities is similar in size in terms of market capitalisation. The proposed increases in NED base fees would contribute to put NED fees in this company materially above market capitalization peers.</i></p>				
6	Authorize Board to Fix Remuneration of the Auditors	Mgmt	For	For

Meeting Date: 09/14/2023

Country: USA

Ticker: IPAR

Meeting Type: Annual

Primary ISIN: US4583341098

Primary SEDOL: 2473150

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jean Madar	Mgmt	For	For
1.2	Elect Director Philippe Benacin	Mgmt	For	For
1.3	Elect Director Philippe Santi	Mgmt	For	For
1.4	Elect Director Francois Heilbronn	Mgmt	For	Withhold
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The nominee serves as Audit Committee Chair and has long tenure. Long tenured directors could lack independence from the company and we expect key committee Chairs to be independent. In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i></p>				
1.5	Elect Director Robert Bensoussan	Mgmt	For	Withhold
<p><i>Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning.</i></p>				
1.6	Elect Director Veronique Gabai-Pinsky	Mgmt	For	Withhold
<p><i>Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i></p>				
1.7	Elect Director Gilbert Harrison	Mgmt	For	For
1.8	Elect Director Michel Atwood	Mgmt	For	For
1.9	Elect Director Gerard Kappauf ("Kappauf")	Mgmt	For	Withhold
<p><i>Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity.</i></p>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The annual bonus should be assessed using no less than two metrics. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<p><i>Voter Rationale: We support an annual say on pay frequency.</i></p>				

Inter Parfums, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Amend Stock Option Plan	Mgmt	For	Against
<p><i>Voter Rationale: Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
5	Ratify Mazars USA LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				

ITO EN, LTD.

Meeting Date: 07/26/2023	Country: Japan	Ticker: 2593
	Meeting Type: Annual	
	Primary ISIN: JP3143000002	Primary SEDOL: 6455789

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 25 for Class 1 Preferred Shares and JPY 20 for Ordinary Shares	Mgmt	For	For
2	Amend Articles to Adopt Board Structure with Audit Committee - Amend Provisions on Number of Directors - Authorize Board to Determine Income Allocation	Mgmt	For	For
<p><i>Voter Rationale: Excess cash should be returned to shareholders when it is not otherwise invested. Shareholders should retain the right to approve the company's dividend policy. However, we note that this proposal would permit the company to adopt a board structure with audit committee, which has greater shareholder accountability than the current Kansayaku board structure.</i></p>				
3.1	Elect Director Honjo, Hachiro	Mgmt	For	Against
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i></p>				
3.2	Elect Director Honjo, Daisuke	Mgmt	For	Against
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i></p>				
3.3	Elect Director Honjo, Shusuke	Mgmt	For	For
3.4	Elect Director Watanabe, Minoru	Mgmt	For	For
3.5	Elect Director Nakano, Yoshihisa	Mgmt	For	For
3.6	Elect Director Kamiya, Shigeru	Mgmt	For	For

ITO EN, LTD.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.7	Elect Director Yosuke Jay Oceanbright Honjo	Mgmt	For	For
3.8	Elect Director Hirata, Atsushi	Mgmt	For	For
3.9	Elect Director Takano, Hideo	Mgmt	For	For
3.10	Elect Director Abe, Keiko	Mgmt	For	For
4.1	Elect Director and Audit Committee Member Kondo, Kiyoshi	Mgmt	For	For
4.2	Elect Director and Audit Committee Member Usui, Yuichi	Mgmt	For	For
4.3	Elect Director and Audit Committee Member Tanaka, Yutaka	Mgmt	For	For
4.4	Elect Director and Audit Committee Member Yokokura, Hitoshi	Mgmt	For	For
5	Approve Compensation Ceiling for Directors Who Are Not Audit Committee Members	Mgmt	For	For
6	Approve Compensation Ceiling for Directors Who Are Audit Committee Members	Mgmt	For	For
7	Approve Restricted Stock Plan	Mgmt	For	Against

Voter Rationale: This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.

IVERIC bio, Inc.

Meeting Date: 07/06/2023

Country: USA

Ticker: ISEE

Meeting Type: Special

Primary ISIN: US46583P1021

Primary SEDOL: BK8Y8K9

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

James Hardie Industries Plc

Meeting Date: 08/03/2023

Country: Ireland

Ticker: JHX

Meeting Type: Annual

Primary ISIN: AU000000JHX1

Primary SEDOL: B60QWJ2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve the Remuneration Report	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. The remuneration report does not articulate how executives performed against historic performance targets. The board should articulate how bonus payments reflect prior year performance, as well as outlining forward-looking targets that underpin long-term incentive plans.</i></p>				
3a	Elect Renee Peterson as Director	Mgmt	For	For
3b	Elect Nigel Stein as Director	Mgmt	For	Against
<p><i>Voter Rationale: The late lodgment of the company's Notice of Meeting compared to prior years raises corporate governance concerns.</i></p>				
3c	Elect Harold Wiens as Director	Mgmt	For	For
4	Authorize Board to Fix Remuneration of Auditors	Mgmt	For	For
5	Approve Grant of Return on Capital Employed Restricted Stock Units to Aaron Erter	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i></p>				
6	Approve Grant of Relative Total Shareholder Return Restricted Stock Units to Aaron Erter	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i></p>				
7	Approve Renewal of the James Hardie 2020 Non-Executive Director Equity Plan and Issue of Shares Thereunder	Mgmt	None	For
8	Approve Renewal of Authority for Directors to Allot and Issue Shares	Mgmt	For	For
9	Approve Renewal of Authority for Director to Issues Shares without Pre-emptive Rights	Mgmt	For	For

Japan Excellent, Inc.

Meeting Date: 09/29/2023

Country: Japan

Ticker: 8987

Meeting Type: Special

Primary ISIN: JP3046420000

Primary SEDOL: B15T1R2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Disclose Unitholder Meeting Materials on Internet	Mgmt	For	For
2	Elect Executive Director Kayama, Shuichiro	Mgmt	For	For
3	Elect Alternate Executive Director Ono, Kazuhiro	Mgmt	For	For
4.1	Elect Supervisory Director Takagi, Eiji	Mgmt	For	For
4.2	Elect Supervisory Director Hirakawa, Osamu	Mgmt	For	For
4.3	Elect Supervisory Director Komatsu, Hiroaki	Mgmt	For	For

Japan Prime Realty Investment Corp.

Meeting Date: 09/05/2023

Country: Japan

Ticker: 8955

Meeting Type: Special

Primary ISIN: JP3040890000

Primary SEDOL: 6528175

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Disclose Unitholder Meeting Materials on Internet - Amend Asset Management Compensation	Mgmt	For	For
2	Elect Executive Director Jozaki, Yoshihiro	Mgmt	For	For
3	Elect Alternate Executive Director Nomura, Yoshinaga	Mgmt	For	For
4.1	Elect Supervisory Director Denawa, Masato	Mgmt	For	For
4.2	Elect Supervisory Director Kusanagi, Nobuhisa	Mgmt	For	For
4.3	Elect Supervisory Director Ikebe, Konomi	Mgmt	For	For

Jazz Pharmaceuticals plc

Meeting Date: 08/03/2023

Country: Ireland

Ticker: JAZZ

Meeting Type: Annual

Primary ISIN: IE00B4Q5ZN47

Primary SEDOL: B4Q5ZN4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Bruce C. Cozadd	Mgmt	For	For
1b	Elect Director Heather Ann McSharry	Mgmt	For	For
1c	Elect Director Anne O'Riordan	Mgmt	For	For
1d	Elect Director Rick E. Winningham	Mgmt	For	For
2	Approve KPMG as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i>				
4	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				
5	Adjourn Meeting	Mgmt	For	For

Jet2 Plc

Meeting Date: 09/07/2023

Country: United Kingdom

Ticker: JET2

Meeting Type: Annual

Primary ISIN: GB00B1722W11

Primary SEDOL: B1722W1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
<i>Voter Rationale: .</i>				
2	Approve Final Dividend	Mgmt	For	For
3	Re-elect Philip Meeson as Director	Mgmt	For	Abstain
<i>Voter Rationale: The director is the Executive chair of the board and sits on the remuneration committee.</i>				
4	Re-elect Robin Terrell as Director	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent changes to the board, we will keep this matter under review.</i>				
5	Elect Simon Breakwell as Director	Mgmt	For	For
6	Elect Angela Luger as Director	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Reappoint KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
8	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
9	Approve Increase in the Maximum Aggregate Fees Payable to Directors	Mgmt	For	For
10	Authorise Issue of Equity	Mgmt	For	For
11	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
12	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
13	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For

KeePer Technical Laboratory Co., Ltd.

Meeting Date: 09/27/2023

Country: Japan

Ticker: 6036

Meeting Type: Annual

Primary ISIN: JP3236320002

Primary SEDOL: BVFNJ69

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Accounting Transfers	Mgmt	For	For
2.1	Elect Director Tani, Yoshimichi	Mgmt	For	For
2.2	Elect Director Kaku, Toshiyuki	Mgmt	For	For
2.3	Elect Director Suzuoki, Chikashi	Mgmt	For	For
2.4	Elect Director Miura, Kensuke	Mgmt	For	For
2.5	Elect Director Nozaki, Keisuke	Mgmt	For	For
2.6	Elect Director Masuda, Takashi	Mgmt	For	For
2.7	Elect Director Yamashita, Ayako	Mgmt	For	For
2.8	Elect Director Oshima, Moe	Mgmt	For	For
2.9	Elect Director Saito, Ryosuke	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Muto, Takashi	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Matsubara, Yoshihiro	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Kono, Fumio	Mgmt	For	For
4	Elect Alternate Director and Audit Committee Member Haruna, Junya	Mgmt	For	For

KeePer Technical Laboratory Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Approve Restricted Stock Plan	Mgmt	For	Against
<i>Voter Rationale: Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.</i>				
6	Approve Restricted Stock Plan	Mgmt	For	Against
<i>Voter Rationale: Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.</i>				
7	Appoint Gyosei & Co. as New External Audit Firm	Mgmt	For	For

Kenedix Office Investment Corp.

Meeting Date: 08/22/2023	Country: Japan	Ticker: 8972
	Meeting Type: Special	
	Primary ISIN: JP3046270009	Primary SEDOL: B0C5Q59

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Merger Agreement with Kenedix Residential Next Investment Corp. and Kenedix Retail REIT Corp.	Mgmt	For	For
2	Amend Articles to Change REIT Name - Increase Authorized Capital - Amend Provisions on Deemed Approval System - Amend Compensation to Audit Firm - Amend Limits for Borrowings and Investment Corporation Bonds - Amend Asset Management Compensation	Mgmt	For	For
3	Elect Executive Director Momoji, Hiroaki	Mgmt	For	For
4	Elect Alternate Executive Director Watanabe, Moyuru	Mgmt	For	For
5.1	Elect Supervisory Director Tokuma, Akiko	Mgmt	For	For
5.2	Elect Supervisory Director Utsunomiya, Osamu	Mgmt	For	For
5.3	Elect Supervisory Director Yamakawa, Akiko	Mgmt	For	For
5.4	Elect Supervisory Director Yamanaka, Satoru	Mgmt	For	For

Kenedix Residential Next Investment Corp.

Meeting Date: 08/21/2023	Country: Japan	Ticker: 3278
	Meeting Type: Special	
	Primary ISIN: JP3047480003	Primary SEDOL: B76BZX3

Kenedix Residential Next Investment Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Merger Agreement with Kenedix Office Investment Corp. and Kenedix Retail REIT Corp.	Mgmt	For	For
2	Terminate Asset Management Contract with Kenedix Real Estate Fund Management, Inc.	Mgmt	For	For
3	Amend Articles to Disclose Unitholder Meeting Materials on Internet - Add Provisions on Asset Management Compensation	Mgmt	For	For
4	Elect Executive Director Kawashima, Tetsu	Mgmt	For	For
5	Elect Alternate Executive Director Nagamata, Michiru	Mgmt	For	For
6.1	Elect Supervisory Director Chiba, Osamu	Mgmt	For	For
6.2	Elect Supervisory Director Ogawa, Satoshi	Mgmt	For	For
6.3	Elect Supervisory Director Utsunomiya, Osamu	Mgmt	For	For

Kenedix Retail REIT Corp.

Meeting Date: 08/21/2023

Country: Japan

Ticker: 3453

Meeting Type: Special

Primary ISIN: JP3047900000

Primary SEDOL: BTLX226

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Merger Agreement with Kenedix Office Investment Corp. and Kenedix Residential Next Investment Corp.	Mgmt	For	For
2	Terminate Asset Management Contract with Kenedix Real Estate Fund Management, Inc.	Mgmt	For	For
3	Amend Articles to Change Fiscal Term - Add Provisions on Asset Management Compensation	Mgmt	For	For

Korn Ferry

Meeting Date: 09/21/2023

Country: USA

Ticker: KFY

Meeting Type: Annual

Primary ISIN: US5006432000

Primary SEDOL: 2386849

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Doyle N. Beneby	Mgmt	For	For
1b	Elect Director Laura M. Bishop	Mgmt	For	For
1c	Elect Director Gary D. Burnison	Mgmt	For	For
1d	Elect Director Matthew J. Espe	Mgmt	For	For
1e	Elect Director Charles L. Harrington	Mgmt	For	For
1f	Elect Director Jerry P. Leamon	Mgmt	For	For
1g	Elect Director Angel R. Martinez	Mgmt	For	For
1h	Elect Director Debra J. Perry	Mgmt	For	Against
<i>Voter Rationale: The nominee serves as Audit Committee Chair and has long tenure. Long tenured directors could lack independence from the company and we expect key committee Chairs to be independent. Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1i	Elect Director Lori J. Robinson	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Kusuri No Aoki Holdings Co., Ltd.

Meeting Date: 08/17/2023

Country: Japan

Ticker: 3549

Meeting Type: Annual

Primary ISIN: JP3266190002

Primary SEDOL: BYX8TV2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Add Provisions on Management Philosophy	Mgmt	For	For
2.1	Elect Director Aoki, Yasutoshi	Mgmt	For	For
2.2	Elect Director Aoki, Hironori	Mgmt	For	For
2.3	Elect Director Aoki, Takanori	Mgmt	For	For
2.4	Elect Director Yahata, Ryoichi	Mgmt	For	For

Kusuri No Aoki Holdings Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.5	Elect Director Iijima, Hitoshi	Mgmt	For	For
2.6	Elect Director Okada, Motoya	Mgmt	For	For
2.7	Elect Director Yanagida, Naoki	Mgmt	For	For
2.8	Elect Director Koshida, Toshiya	Mgmt	For	For
2.9	Elect Director Inoue, Yoshiko	Mgmt	For	For
2.10	Elect Director Fujii, Hiromitsu	Mgmt	For	Against
<p><i>Voter Rationale: There are legitimate concerns regarding oversight and strategy execution at the company. The proposed dissident nominee Ikei appears to have more relevant experience than nominee Fujii, who has been proposed by the company. Furthermore, we have concerns the management nominee is reactive and made in response to the dissident nominee as opposed to an honest effort at improving governance at the company.</i></p>				
3	Appoint Alternate Statutory Auditor Morioka, Shinichi	Mgmt	For	For
4	Appoint Shareholder Director Nominee Ikei, Yoshiaki	SH	Against	For
<p><i>Voter Rationale: There are legitimate concerns regarding oversight and strategy execution at the company. The proposed dissident nominee Ikei appears to have more relevant experience than nominee Fujii, who has been proposed by the company. Furthermore, we have concerns the management nominee is reactive and made in response to the dissident nominee as opposed to an honest effort at improving governance at the company.</i></p>				
5	Amend Articles to Appoint Lead Independent Director	SH	Against	For
<p><i>Voter Rationale: A lead independent director may be better able to balance the founding family executives on the board and aid in shareholder dialogue.</i></p>				
6	Amend Articles to Establish Advisory Nominating and Compensation Committee	SH	Against	For
<p><i>Voter Rationale: The establishment of an advisory nominating and compensation committee would further strengthen oversight and governance.</i></p>				
7	Amend Compensation for Outside Directors	SH	Against	Against
8	Approve Restricted Stock Plan	SH	Against	Against

Kweichow Moutai Co., Ltd.

Meeting Date: 09/07/2023

Country: China

Ticker: 600519

Meeting Type: Special

Primary ISIN: CNE0000018R8

Primary SEDOL: 6414832

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Wang Li as Non-independent Director	Mgmt	For	For

Lamb Weston Holdings, Inc.

Meeting Date: 09/28/2023

Country: USA

Ticker: LW

Meeting Type: Annual

Primary ISIN: US5132721045

Primary SEDOL: BDQZFJ3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Peter J. Bensen	Mgmt	For	For
1b	Elect Director Charles A. Blixt	Mgmt	For	For
1c	Elect Director Robert J. Coviello	Mgmt	For	For
1d	Elect Director Rita Fisher	Mgmt	For	For
1e	Elect Director Andre J. Hawaux	Mgmt	For	For
1f	Elect Director W.G. Jurgensen	Mgmt	For	For
1g	Elect Director Thomas P. Maurer	Mgmt	For	For
1h	Elect Director Hala G. Moddelmog	Mgmt	For	For
1i	Elect Director Robert A. Niblock	Mgmt	For	For
1j	Elect Director Maria Renna Sharpe	Mgmt	For	For
1k	Elect Director Thomas P. Werner	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against

Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.

3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
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Voter Rationale: We support an annual say on pay frequency.

4	Ratify KPMG LLP as Auditors	Mgmt	For	For
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Land Securities Group Plc

Meeting Date: 07/06/2023

Country: United Kingdom

Ticker: LAND

Meeting Type: Annual

Primary ISIN: GB00BYW0PQ60

Primary SEDOL: BYW0PQ6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Report	Mgmt	For	For
3	Approve Final Dividend	Mgmt	For	For

Land Securities Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Elect Sir Ian Cheshire as Director	Mgmt	For	For
<i>Voter Rationale: The board chairman serves as a member of the Remuneration Committee. The board chairman serves as a member of the Nomination Committee.</i>				
5	Elect Miles Roberts as Director	Mgmt	For	For
6	Re-elect Mark Allan as Director	Mgmt	For	For
7	Re-elect Vanessa Simms as Director	Mgmt	For	For
8	Re-elect Edward Bonham Carter as Director	Mgmt	For	For
<i>Voter Rationale: A vote FOR the director is warranted as although the gender diversity levels are below 40% this is due to the departure of the chair and COO, both of whom were female. The board will look to consider diversity in the succession planning.</i>				
9	Re-elect Nicholas Cadbury as Director	Mgmt	For	For
10	Re-elect Madeleine Cosgrave as Director	Mgmt	For	For
11	Re-elect Christophe Evain as Director	Mgmt	For	For
12	Re-elect Manjiry Tamhane as Director	Mgmt	For	For
13	Reappoint Ernst & Young LLP as Auditors	Mgmt	For	For
14	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
15	Authorise UK Political Donations and Expenditure	Mgmt	For	For
16	Authorise Issue of Equity	Mgmt	For	For
17	Approve Share Incentive Plan	Mgmt	For	For
18	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
19	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
20	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For

Lasertec Corp.

Meeting Date: 09/27/2023

Country: Japan

Ticker: 6920

Meeting Type: Annual

Primary ISIN: JP3979200007

Primary SEDOL: 6506267

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 128	Mgmt	For	For
2	Amend Articles to Allow Virtual Only Shareholder Meetings	Mgmt	For	For

Lasertec Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.1	Elect Director Kusunose, Haruhiko	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
3.2	Elect Director Okabayashi, Osamu	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
3.3	Elect Director Moriizumi, Koichi	Mgmt	For	For
3.4	Elect Director Sendoda, Tetsuya	Mgmt	For	For
3.5	Elect Director Misawa, Yutaro	Mgmt	For	For
3.6	Elect Director Tajima, Atsushi	Mgmt	For	For
3.7	Elect Director Mihara, Koji	Mgmt	For	For
3.8	Elect Director Kamide, Kunio	Mgmt	For	For
3.9	Elect Director Iwata, Yoshiko	Mgmt	For	For
4	Approve Annual Bonus	Mgmt	For	For
5	Approve Restricted Stock Plan	Mgmt	For	Against
<i>Voter Rationale: This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.</i>				

Liberty Global Plc

Meeting Date: 07/13/2023

Country: United Kingdom

Ticker: LBTYA

Meeting Type: Court

Primary ISIN: GB00B8W67662

Primary SEDOL: B8W6766

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Meeting for Class C Shareholders	Mgmt		
1	Approve Scheme of Arrangement	Mgmt	For	For
2	Adjourn Meeting	Mgmt	For	For

Liberty Global Plc

Meeting Date: 07/13/2023

Country: United Kingdom

Ticker: LBTYA

Meeting Type: Special

Primary ISIN: GB00B8W67662

Primary SEDOL: B8W6766

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Meeting For Class A, Class B and Class C Shareholders	Mgmt		

Liberty Global Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Eliminate Supermajority Vote Requirement to Amend Bylaws	Mgmt	For	For
<p><i>Voter Rationale: Board efforts to reduce supermajority provisions are appreciated, as they create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i></p>				
2	Eliminate Supermajority Vote Requirement for Certain Business Combination	Mgmt	For	For
<p><i>Voter Rationale: Board efforts to reduce supermajority provisions are appreciated, as they create artificial barriers for shareholders. Majority voting should be sufficient to change policies.</i></p>				
3	Adjourn Meeting	Mgmt	For	For

Liberty Media Corporation

Meeting Date: 07/17/2023 **Country:** USA **Ticker:** FWONK
Meeting Type: Special **Primary ISIN:** US5312298541 **Primary SEDOL:** BD8QGD5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Spin-Off Agreement	Mgmt	For	For
2	Amend Certificate of Incorporation Re: Tracking Stock	Mgmt	For	For
3	Amend Certificate of Incorporation Re: Liberty SiriusXM Group Recapitalization	Mgmt	For	For
4	Amend Certificate of Incorporation Re: Formula One Group Recapitalization	Mgmt	For	For
5	Adjourn Meeting	Mgmt	For	For

Life Storage, Inc.

Meeting Date: 07/18/2023 **Country:** USA **Ticker:** LSI
Meeting Type: Special **Primary ISIN:** US53223X1072 **Primary SEDOL:** BDCSFJ6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Merger Agreement	Mgmt	For	For
2	Advisory Vote on Golden Parachutes	Mgmt	For	Against
<p><i>Voter Rationale: A vote AGAINST this proposal is warranted. Although cash severance is double trigger and reasonably based, the board intends to adopt an excise tax gross-up plan prior to closing. Additionally, equity awards will automatically accelerate upon closing.</i></p>				
3	Adjourn Meeting	Mgmt	For	For

Meeting Date: 07/24/2023

Country: Ireland

Ticker: LIN

Meeting Type: Annual

Primary ISIN: IE000S9YS762

Primary SEDOL: BNZHB81

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Stephen F. Angel	Mgmt	For	For
	<i>Voter Rationale: The nominee is a former executive and considered to be non-independent.</i>			
1b	Elect Director Sanjiv Lamba	Mgmt	For	For
	<i>Voter Rationale: A vote FOR the director nominees is warranted.</i>			
1c	Elect Director Ann-Kristin Achleitner	Mgmt	For	For
	<i>Voter Rationale: A vote FOR the director nominees is warranted.</i>			
1d	Elect Director Thomas Enders	Mgmt	For	For
	<i>Voter Rationale: A vote FOR the director nominees is warranted.</i>			
1e	Elect Director Hugh Grant	Mgmt	For	For
	<i>Voter Rationale: A vote FOR the director nominees is warranted.</i>			
1f	Elect Director Joe Kaeser	Mgmt	For	Abstain
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>			
1g	Elect Director Victoria E. Ossadnik	Mgmt	For	For
	<i>Voter Rationale: A vote FOR the director nominees is warranted.</i>			
1h	Elect Director Martin H. Richenhagen	Mgmt	For	For
	<i>Voter Rationale: A vote FOR the director nominees is warranted.</i>			
1i	Elect Director Alberto Weisser	Mgmt	For	For
	<i>Voter Rationale: A vote FOR the director nominees is warranted.</i>			
1j	Elect Director Robert L. Wood	Mgmt	For	For
	<i>Voter Rationale: A vote FOR the director nominees is warranted.</i>			
2a	Ratify PricewaterhouseCoopers as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>			
2b	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>			

Linde Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Reduce Supermajority Vote Requirement	Mgmt	For	For

Voter Rationale: Board efforts to reduce supermajority provisions are appreciated, as they create artificial barriers for shareholders. Majority voting should be sufficient to change policies.

Link Real Estate Investment Trust

Meeting Date: 07/19/2023	Country: Hong Kong	Ticker: 823	
	Meeting Type: Annual		
		Primary ISIN: HK0823032773	Primary SEDOL: B0PB4M7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.1	Elect Nicholas Charles Allen as Director	Mgmt	For	For
3.2	Elect Christopher John Brooke as Director	Mgmt	For	For
3.3	Elect Poh Lee Tan as Director	Mgmt	For	For
4	Elect Melissa Wu Mao Chin as Director	Mgmt	For	For
5	Authorize Repurchase of Issued Units	Mgmt	For	For

LiveRamp Holdings, Inc.

Meeting Date: 08/15/2023	Country: USA	Ticker: RAMP	
	Meeting Type: Annual		
		Primary ISIN: US53815P1084	Primary SEDOL: BGLN838

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Timothy R. Cadogan	Mgmt	For	For
1b	Elect Director Vivian Chow	Mgmt	For	For
1c	Elect Director Scott E. Howe	Mgmt	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	For

Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.

LiveRamp Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
5	Ratify KPMG LLP as Auditors	Mgmt	For	For

LONGi Green Energy Technology Co., Ltd.

Meeting Date: 07/07/2023 **Country:** China **Ticker:** 601012
Meeting Type: Special
Primary ISIN: CNE100001FR6 **Primary SEDOL:** B759P50

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Issuance of GDR Based on New Domestic A-shares and Listing on Swiss Stock Exchange	Mgmt	For	For
2	Approve Demonstration Analysis Report in Connection to Issuance of GDR Based on New Domestic A-shares and Listing on Swiss Stock Exchange	Mgmt	For	For
3	Approve Feasibility Analysis Report on the Use of Proceeds	Mgmt	For	For
4	Approve Report on the Usage of Previously Raised Funds	Mgmt	For	For
5	Approve Impact of Dilution of Current Returns on Major Financial Indicators, the Relevant Measures to be Taken and Commitment from Relevant Parties	Mgmt	For	For
6	Approve Shareholder Dividend Return Plan	Mgmt	For	For

Luk Fook Holdings (International) Limited

Meeting Date: 08/17/2023 **Country:** Bermuda **Ticker:** 590
Meeting Type: Annual
Primary ISIN: BMG5695X1258 **Primary SEDOL:** 6536156

Luk Fook Holdings (International) Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Final Dividend	Mgmt	For	For
3a	Elect Wong Wai Sheung as Director	Mgmt	For	For
<i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i>				
3b	Elect Wong Hau Yeung as Director	Mgmt	For	For
3c	Elect Li Hon Hung as Director	Mgmt	For	For
3d	Elect Wong Yu Pok, Marina as Director	Mgmt	For	For
3e	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
4	Approve PricewaterhouseCoopers as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
5	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
<i>Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.</i>				
6	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
7	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				
8	Approve Amendments to the Bye-Laws and Adopt Amended and Restated Bye-Laws	Mgmt	For	For

LXI REIT PLC

Meeting Date: 09/07/2023

Country: United Kingdom

Ticker: LXI

Meeting Type: Annual

Primary ISIN: GB00BYQ46T41

Primary SEDOL: BYQ46T4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Report	Mgmt	For	For
3	Approve Dividend Policy	Mgmt	For	For

LXI REIT PLC

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Re-elect Cyrus Ardalan as Director	Mgmt	For	Abstain
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 40% of the board.</i>				
5	Re-elect Hugh Seaborn as Director	Mgmt	For	For
6	Re-elect Ismat Levin as Director	Mgmt	For	For
7	Re-elect John Cartwright as Director	Mgmt	For	For
8	Re-elect Sandy Gumm as Director	Mgmt	For	For
9	Re-elect Nick Leslau as Director	Mgmt	For	For
10	Reappoint BDO LLP as Auditors	Mgmt	For	For
11	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
12	Authorise Issue of Equity	Mgmt	For	For
13	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
14	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
15	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For
16	Approve Cancellation of the Share Premium Account	Mgmt	For	For
17	Approve Matters Relating to the Appropriation of Distributable Profits of the Company	Mgmt	None	For

Macquarie Group Limited

Meeting Date: 07/27/2023

Country: Australia

Ticker: MQG

Meeting Type: Annual

Primary ISIN: AU000000MQG1

Primary SEDOL: B28YTC2

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2a	Elect Nicola M Wakefield Evans as Director	Mgmt	For	For
<i>Voter Rationale: A company that has the same auditor for a period of over 10 years should consider a tender process to bringing a new audit firm. We are especially concerned about the oversight and governance of the current audit firm.</i>				
2b	Elect Susan Lloyd-Hurwitz as Director	Mgmt	For	For
3	Adopt Remuneration Report	Mgmt	For	Against
<i>Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. The remuneration report does not articulate how executives performed against historic performance targets. The board should articulate how bonus payments reflect prior year performance, as well as outlining forward-looking targets that underpin long-term incentive plans.</i>				
4	Approve Termination Benefits	Mgmt	For	For

Macquarie Group Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Approve Participation of Shemara Wikramanayake in the Macquarie Group Employee Retained Equity Plan	Mgmt	For	For

Maeda Kosen Co., Ltd.

Meeting Date: 09/28/2023	Country: Japan	Ticker: 7821
	Meeting Type: Annual	
	Primary ISIN: JP3861250003	Primary SEDOL: B1ZBYD5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Maeda, Yukitoshi	Mgmt	For	For
1.2	Elect Director Maeda, Takahiro	Mgmt	For	For
1.3	Elect Director Saito, Yasuo	Mgmt	For	For
1.4	Elect Director Akiyama, Shigenobu	Mgmt	For	For
1.5	Elect Director Yamada, Masaru	Mgmt	For	For
1.6	Elect Director Fukuda, Fukiko	Mgmt	For	For
1.7	Elect Director Mitani, Koji	Mgmt	For	For

Mahindra & Mahindra Limited

Meeting Date: 08/04/2023	Country: India	Ticker: 500520
	Meeting Type: Annual	
	Primary ISIN: INE101A01026	Primary SEDOL: 6100186

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Standalone Financial Statements and Statutory Reports	Mgmt	For	For
2	Accept Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Dividend	Mgmt	For	For
4	Reelect Vijay Kumar Sharma as Director	Mgmt	For	Against

Voter Rationale: For companies without an independent chairman, the board should include at least 50% independent directors to ensure appropriate balance of independence and objectivity. The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.

5	Reelect Anand G. Mahindra as Director	Mgmt	For	For
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Voter Rationale: For companies without an independent chairman, the board should include at least 50% independent directors to ensure appropriate balance of independence and objectivity.

Mahindra & Mahindra Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Approve Payment of Remuneration to Anand G. Mahindra as Non-Executive Chairman	Mgmt	For	For
7	Approve Remuneration of Cost Auditors	Mgmt	For	For
8	Approve Revision in the Terms of Remuneration to Anish Shah as Managing Director and Chief Executive Officer	Mgmt	For	For
9	Approve Revision in the Terms of Remuneration to Rajesh Jejurikar as Executive Director and CEO (Auto and Farm Sector)	Mgmt	For	For
10	Amend Articles of Association - Board Related	Mgmt	For	For
11	Approve Material Related Party Transactions between the Company and its Subsidiaries/Associate	Mgmt	For	For
12	Approve Material Related Party Transactions Pertaining to a Subsidiary of the Company	Mgmt	For	For
13	Approve Material Modification of Earlier Approved Material Related Party Transactions between the Company and its Subsidiaries/Associate	Mgmt	For	For

Major Drilling Group International Inc.

Meeting Date: 09/07/2023

Country: Canada

Ticker: MDI

Meeting Type: Annual

Primary ISIN: CA5609091031

Primary SEDOL: 2557515

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Caroline Donally	Mgmt	For	Against
<p><i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i></p>				
1B	Elect Director Louis-Pierre Gignac	Mgmt	For	For
1C	Elect Director Kim Keating	Mgmt	For	For
1D	Elect Director Robert Krcmarov	Mgmt	For	For
1E	Elect Director Juliana L. Lam	Mgmt	For	For
1F	Elect Director Denis Larocque	Mgmt	For	For
1G	Elect Director Janice G. Rennie	Mgmt	For	For

Major Drilling Group International Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1H	Elect Director Sybil Veenman	Mgmt	For	For
<i>Voter Rationale: In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i>				
1I	Elect Director Jo Mark Zurel	Mgmt	For	For
2	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
3	Approve Deloitte LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	Withhold
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Mapletree Industrial Trust

Meeting Date: 07/19/2023	Country: Singapore	Ticker: ME8U
	Meeting Type: Annual	
	Primary ISIN: SG2C32962814	Primary SEDOL: B4LR5Q8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Report of the Trustee, Statement by the Manager, Audited Financial Statements, and Auditor's Report	Mgmt	For	For
<i>Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account.</i>				
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Manager to Fix Their Remuneration	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				

Mapletree Logistics Trust

Meeting Date: 07/20/2023	Country: Singapore	Ticker: M44U
	Meeting Type: Annual	
	Primary ISIN: SG1S03926213	Primary SEDOL: B0D6P43

Mapletree Logistics Trust

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Report of the Trustee, Statement by the Manager, Audited Financial Statements and Auditors' Report	Mgmt	For	For
<p><i>Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account. Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i></p>				
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Manager to Fix Their Remuneration	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				
3	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	Against
<p><i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i></p>				

Mapletree Pan Asia Commercial Trust

Meeting Date: 07/28/2023

Country: Singapore

Ticker: N2IU

Meeting Type: Annual

Primary ISIN: SG2D18969584

Primary SEDOL: B5143W8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Report of the Trustee, Statement by the Manager, Audited Financial Statements and Auditors' Report	Mgmt	For	For
<p><i>Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account. Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i></p>				
2	Approve PricewaterhouseCoopers LLP as Auditor and Authorize Manager to Fix Their Remuneration	Mgmt	For	For
<p><i>Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				
3	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	Against
<p><i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i></p>				

Marathon Digital Holdings, Inc.

Meeting Date: 07/27/2023

Country: USA

Ticker: MARA

Meeting Type: Annual

Primary ISIN: US5657881067

Primary SEDOL: BLR7B52

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Director Doug Mellinger	Mgmt	For	For
2	Ratify Marcum, LLP as Auditors	Mgmt	For	Against
<i>Voter Rationale: Auditors should undertake non-audit work in exceptional circumstances only. Any non-audit fees paid to the auditor should be clearly disclosed, justified and not exceed audit fees. Large non-audit fees could compromise objectivity of the audit.</i>				
3	Increase Authorized Common Stock	Mgmt	For	Against
<i>Voter Rationale: The proposed authorization is too large, and the company has not provided sufficiently persuasive information to justify such an action.</i>				
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i>				
5	Other Business	Mgmt	For	Against
<i>Voter Rationale: Any Other Business' should not be a voting item.</i>				

Marathon Digital Holdings, Inc.

Meeting Date: 09/29/2023

Country: USA

Ticker: MARA

Meeting Type: Special

Primary ISIN: US5657881067

Primary SEDOL: BLR7B52

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
2	Other Business	Mgmt	For	Against
<i>Voter Rationale: Any Other Business' should not be a voting item.</i>				

Maxeon Solar Technologies Ltd.

Meeting Date: 08/23/2023

Country: Singapore

Ticker: MAXN

Meeting Type: Annual

Primary ISIN: SGXZ25336314

Primary SEDOL: BMH1V17

Maxeon Solar Technologies Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
<i>Voter Rationale: Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>				
2	Elect Sean S J Wang as Director	Mgmt	For	For
3	Elect Xu, Luoluo as Director	Mgmt	For	For
4	Elect William Patrick Mulligan III as Director	Mgmt	For	For
5	Elect Shen, Haoping as Director	Mgmt	For	Against
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
6	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
7	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	For
8	Approve Renewal of FPTC Share Purchase Mandate	Mgmt	For	For
9	Approve Renewal of MLI Share Buyback Mandate	Mgmt	For	For

McKesson Corporation

Meeting Date: 07/21/2023

Country: USA

Ticker: MCK

Meeting Type: Annual

Primary ISIN: US58155Q1031

Primary SEDOL: 2378534

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Richard H. Carmona	Mgmt	For	For
1b	Elect Director Dominic J. Caruso	Mgmt	For	For
1c	Elect Director W. Roy Dunbar	Mgmt	For	For
1d	Elect Director James H. Hinton	Mgmt	For	For
1e	Elect Director Donald R. Knauss	Mgmt	For	For
1f	Elect Director Bradley E. Lerman	Mgmt	For	For
1g	Elect Director Linda P. Mantia	Mgmt	For	For
1h	Elect Director Maria Martinez	Mgmt	For	Against
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				

McKesson Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1i	Elect Director Susan R. Salka	Mgmt	For	For
1j	Elect Director Brian S. Tyler	Mgmt	For	For
1k	Elect Director Kathleen Wilson-Thompson	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
5	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	For
<i>Voter Rationale: Companies should request approval of compensation policies covering severance packages and signing bonuses from shareholders. The prospect of separating the voting rights of a merger or acquisition from the compensation packages associate with it is welcome.</i>				

Mercari, Inc.

Meeting Date: 09/28/2023

Country: Japan

Ticker: 4385

Meeting Type: Annual

Primary ISIN: JP3921290007

Primary SEDOL: BG0GM14

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Abolish Board Structure with Statutory Auditors - Adopt Board Structure with Three Committees - Clarify Director Authority on Shareholder Meetings - Amend Provisions on Director Titles	Mgmt	For	For
2.1	Elect Director Yamada, Shintaro	Mgmt	For	For
2.2	Elect Director Koizumi, Fumiaki	Mgmt	For	For
2.3	Elect Director Eda, Sayaka	Mgmt	For	For
2.4	Elect Director Tochinoki, Mayumi	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>				
2.5	Elect Director Shinoda, Makiko	Mgmt	For	For
2.6	Elect Director Watanabe, Masayuki	Mgmt	For	For

Mercari, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.7	Elect Director Kitagawa, Takuya	Mgmt	For	For
2.8	Elect Director Tsunoda, Daiken	Mgmt	For	For
2.9	Elect Director Toyama, Kazuhiko	Mgmt	For	For
2.10	Elect Director Fukushima, Fumiyuki	Mgmt	For	For

Mercury NZ Limited

Meeting Date: 09/19/2023

Country: New Zealand

Ticker: MCV

Meeting Type: Annual

Primary ISIN: NZMRPE0001S2

Primary SEDOL: B8W6K56

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Hannah Hamling as Director	Mgmt	For	For
2	Elect Scott St John as Director	Mgmt	For	For
3	Elect Adrian Littlewood as Director	Mgmt	For	For
4	Elect Mark Binns as Director	Mgmt	For	For

Mesa Laboratories, Inc.

Meeting Date: 08/25/2023

Country: USA

Ticker: MLAB

Meeting Type: Annual

Primary ISIN: US59064R1095

Primary SEDOL: 2553814

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jennifer S. Alltoft	Mgmt	For	For
1.2	Elect Director Shiraz S. Ladiwala	Mgmt	For	For
1.3	Elect Director Shannon M. Hall	Mgmt	For	For
1.4	Elect Director R. Tony Tripeny	Mgmt	For	For
1.5	Elect Director Gary M. Owens	Mgmt	For	For
1.6	Elect Director John J. Sullivan	Mgmt	For	For
<i>Voter Rationale: The nominee is a former executive and considered to be non-independent.</i>				
2	Ratify Plante & Moran, PLLC as Auditors	Mgmt	For	For

Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.

Mesa Laboratories, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<p><i>Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
4	Amend Omnibus Stock Plan	Mgmt	For	Against
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
5A	Amend Articles of Incorporation to Remove Specific Purposes of the Company	Mgmt	For	For
5B	Amend Articles of Incorporation to Conform Director Exculpation Language to Colorado Law	Mgmt	For	For
5C	Amend Articles of Incorporation to Eliminate Certain Provisions That Are No Longer Necessary	Mgmt	For	For
6	Report on Scope 1 Through 3 Greenhouse Gas Emissions Across the Company's Full Value-Chain	SH	Against	For
<p><i>Voter Rationale: We are supportive of requests to enhance disclosure and transparency concerning climate risk so long as the resolution does not directly circumvent management discretion or seek to entirely redefine the company's existing business strategy. To meet the ambition of the Paris Agreement and avoid massive risk to shareholder value, corporations should demonstrate the nexus between their climate aspirations and business strategy via disclosure of credible Paris- or 1.5 degree-aligned emissions reduction targets. Current disclosure does not sufficiently provide investors such information.</i></p>				

Microchip Technology Incorporated

Meeting Date: 08/22/2023

Country: USA

Ticker: MCHP

Meeting Type: Annual

Primary ISIN: US5950171042

Primary SEDOL: 2592174

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Matthew W. Chapman	Mgmt	For	For
<p><i>Voter Rationale: While the average board tenure at the company is higher than the market average and there are several longer-tenured directors, the company is currently in the midst of board refreshment. We will continue to monitor this.</i></p>				
1.2	Elect Director Karlton D. Johnson	Mgmt	For	For

Microchip Technology Incorporated

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Wade F. Meyercord	Mgmt	For	For
<i>Voter Rationale: While the average board tenure at the company is higher than the market average and there are several longer-tenured directors, the company is currently in the midst of board refreshment. We will continue to monitor this.</i>				
1.4	Elect Director Ganesh Moorthy	Mgmt	For	For
1.5	Elect Director Robert A. Rango	Mgmt	For	For
1.6	Elect Director Karen M. Rapp	Mgmt	For	For
<i>Voter Rationale: While the average board tenure at the company is higher than the market average, there are several longer-tenured directors, and gender diversity has dropped due to a recently resigned woman director, the company is currently in the midst of board refreshment. We will continue to monitor this.</i>				
1.7	Elect Director Steve Sanghi	Mgmt	For	For
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
2	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
3	Approve Nonqualified Employee Stock Purchase Plan	Mgmt	For	For
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
5	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				
6	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
7	Report on Due Diligence Efforts to Trace End-User Misuse of Company Products	SH	Against	Against
<i>Voter Rationale: The company has put in place several programs and processes to monitor use of its products throughout its supply chain, including Know Your Customer. Furthermore, they company is active within the industry to help develop best practices and innovative solutions on this issue.</i>				

Midea Group Co. Ltd.

Meeting Date: 07/13/2023

Country: China

Ticker: 000333

Meeting Type: Special

Primary ISIN: CNE100001QQ5

Primary SEDOL: BDVHRJ8

Midea Group Co. Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve 2018 Repurchase and Cancellation of Performance Shares Incentive Plan	Mgmt	For	For
2	Approve 2019 Repurchase and Cancellation of Performance Shares Incentive Plan	Mgmt	For	For
3	Approve 2020 Repurchase and Cancellation of Performance Shares Incentive Plan	Mgmt	For	For
4	Approve 2021 Repurchase and Cancellation of Performance Shares Incentive Plan	Mgmt	For	For
5	Approve 2022 Repurchase and Cancellation of Performance Shares Incentive Plan	Mgmt	For	For
6	Elect Fu Yongjun as Non-independent Director	Mgmt	For	For

MIRAI Corp.

Meeting Date: 07/27/2023

Country: Japan

Ticker: 3476

Meeting Type: Special

Primary ISIN: JP3048370005

Primary SEDOL: BZ1B0D9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Disclose Unitholder Meeting Materials on Internet	Mgmt	For	For
2	Elect Executive Director Suganuma, Michio	Mgmt	For	For
3	Elect Alternate Executive Director Wajima, Hiroki	Mgmt	For	For
4.1	Elect Supervisory Director Negishi, Takehiko	Mgmt	For	For
4.2	Elect Supervisory Director Nishii, Hidetomo	Mgmt	For	For
5	Elect Alternate Supervisory Director Kimura, Takashi	Mgmt	For	For

Monro, Inc.

Meeting Date: 08/15/2023

Country: USA

Ticker: MNRO

Meeting Type: Annual

Primary ISIN: US6102361010

Primary SEDOL: 2600088

Monro, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Stephen C. McCluski	Mgmt	For	For
1.2	Elect Director Robert E. Mellor	Mgmt	For	For
1.3	Elect Director Peter J. Solomon	Mgmt	For	For
1.4	Elect Director Hope B. Woodhouse	Mgmt	For	For
2a	Elect Director Lindsay N. Hyde	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
5	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
6	Declassify the Board of Directors	Mgmt	For	For
<i>Voter Rationale: The annual election of directors provides greater accountability to shareholders and is a widely accepted best practice in corporate governance. Shareholders should have the opportunity to communicate with directors regarding their performance regularly.</i>				
7	Increase the Conversion Ratio of Class C Convertible Preferred Stock and Convert the Class C Convertible Preferred Stock into Common Stock	Mgmt	For	For
8	Amend Certificate of Incorporation Re: Provision of a Revised Liquidation Preference for the Class C Convertible Preferred Stock upon a Liquidation Event	Mgmt	For	For

NARI Technology Co., Ltd.

Meeting Date: 08/23/2023

Country: China

Ticker: 600406

Meeting Type: Special

Primary ISIN: CNE000001G38

Primary SEDOL: 6695228

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	ELECT NON-INDEPENDENT DIRECTORS VIA CUMULATIVE VOTING	Mgmt		
1.1	Elect Shan Shewu as Director	Mgmt	For	For
1.2	Elect Zheng Zongqiang as Director	Mgmt	For	For

NARI Technology Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Pang Lacheng as Director	Mgmt	For	For
1.4	Elect Liu Hao as Director	Mgmt	For	For
	ELECT SUPERVISOR VIA CUMULATIVE VOTING	Mgmt		
2.1	Elect Wu Weining as Supervisor	Mgmt	For	For

Naspers Ltd.

Meeting Date: 08/24/2023

Country: South Africa

Ticker: NPN

Meeting Type: Annual

Primary ISIN: ZAE000015889

Primary SEDOL: 6622691

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Part A - Traditional AGM Resolutions	Mgmt		
	Ordinary Resolutions	Mgmt		
1	Approve Dividends for N Ordinary and A Ordinary Shares	Mgmt	For	For
2	Reappoint Deloitte South Africa as Auditors with James Welch as the Individual Registered Auditor	Mgmt	For	For
3.1	Re-elect Hendrik du Toit as Director	Mgmt	For	Against
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
3.2	Re-elect Rachel Jafta as Director	Mgmt	For	Against
<i>Voter Rationale: The company should amend its memorandum of incorporation to call for re-election of all directors, including executive directors, on a regular basis. We are holding this director accountable.</i>				
3.3	Re-elect Roberto Oliveira de Lima as Director	Mgmt	For	For
3.4	Re-elect Mark Sorour as Director	Mgmt	For	For
3.5	Re-elect Ying Xu as Director	Mgmt	For	For
4.1	Elect Sharmistha Dubey as Member of the Audit Committee	Mgmt	For	For
4.2	Re-elect Manisha Girotra as Member of the Audit Committee	Mgmt	For	Against
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
4.3	Re-elect Angeliem Kemna as Member of the Audit Committee	Mgmt	For	For
4.4	Re-elect Steve Pacak as Chairman of the Audit Committee	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Approve Remuneration Policy	Mgmt	For	Against
	<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. All cash or share-based awards and payments that fall outside the companys remuneration policy should require ex-ante shareholder approval. Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns.</i>			
6	Approve Implementation Report of the Remuneration Report	Mgmt	For	Against
	<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs.</i>			
7	Place Authorised but Unissued Shares under Control of Directors	Mgmt	For	Against
	<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>			
8	Authorise Board to Issue Shares for Cash	Mgmt	For	Against
	<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>			
9	Authorise Ratification of Approved Resolutions Adopted at the Annual General Meeting	Mgmt	For	For
	Special Resolutions	Mgmt		
1.1	Approve Remuneration of Board Chairman	Mgmt	For	For
1.2	Approve Remuneration of Board Member	Mgmt	For	For
1.3	Approve Remuneration of Audit Committee Chairman	Mgmt	For	For
1.4	Approve Remuneration of Audit Committee Member	Mgmt	For	For
1.5	Approve Remuneration of Risk Committee Chairman	Mgmt	For	For
1.6	Approve Remuneration of Risk Committee Member	Mgmt	For	For
1.7	Approve Remuneration of Human Resources and Remuneration Committee Chairman	Mgmt	For	For
1.8	Approve Remuneration of Human Resources and Remuneration Committee Member	Mgmt	For	For
1.9	Approve Remuneration of Nominations Committee Chairman	Mgmt	For	For
1.10	Approve Remuneration of Nominations Committee Member	Mgmt	For	For
1.11	Approve Remuneration of Social, Ethics and Sustainability Committee Chairman	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.12	Approve Remuneration of Social, Ethics and Sustainability Committee Member	Mgmt	For	For
1.13	Approve Remuneration of Trustees of Group Share Schemes/Other Personnel Funds	Mgmt	For	For
2	Approve Financial Assistance in Terms of Section 44 of the Companies Act	Mgmt	For	Against
<i>Voter Rationale: This resolution will facilitate the operation of equity incentive schemes which raise concerns due to the lack of performance criteria in some of the long-term incentive schemes and vesting profiles which allow for the release of awards less than three years from the grant date.</i>				
3	Approve Financial Assistance in Terms of Section 45 of the Companies Act	Mgmt	For	For
4	Authorise Repurchase of N Ordinary Shares	Mgmt	For	Against
<i>Voter Rationale: Any share repurchase request in excess of 10% should be undertaken in exceptional circumstances only and be fully justified by the company.</i>				
5	Authorise Specific Repurchase of N Ordinary Shares from Holders of N Ordinary Share	Mgmt	For	Against
<i>Voter Rationale: Any share repurchase request in excess of 10% should be undertaken in exceptional circumstances only and be fully justified by the company.</i>				
6	Authorise Repurchase of A Ordinary Shares	Mgmt	For	Against
<i>Voter Rationale: Companies should provide sufficient information at least 21 days in advance of the meeting to enable shareholders to cast an informed vote.</i>				
	Part B - Resolutions for Removal of the Cross-Holding Structure	Mgmt		
	Special Resolutions	Mgmt		
1	Approve Conversion of N Ordinary Shares with a Par Value to N Ordinary Shares without Par Value (Relates to Naspers N Shareholders Only)	Mgmt	For	For
2	Approve Conversion of A Ordinary Shares with a Par Value to A Ordinary Shares without Par Value (Relates to Naspers A Shareholders Only)	Mgmt	For	For
3	Approve Conversion of Shares with a Par Value to Shares with No Par Value	Mgmt	For	For
4	Approve Increase in Authorised Ordinary Share Capital	Mgmt	For	For
5	Approve Amendment of A Share Terms (Relates to Naspers A Shareholders Only)	Mgmt	For	For
6	Approve N Share Capitalisation Issue	Mgmt	For	For
7	Approve Share Consolidation	Mgmt	For	For
8	Amend Memorandum of Incorporation	Mgmt	For	For
	Ordinary Resolutions	Mgmt		
1	Authorise Ratification of Approved Resolutions for the Implementation of the Proposed Transaction	Mgmt	For	For

National Bank of Greece SA

Meeting Date: 07/28/2023

Country: Greece

Ticker: ETE

Meeting Type: Annual

Primary ISIN: GRS003003035

Primary SEDOL: BG087C6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Accept Statutory Reports	Mgmt	For	For
2	Accept Financial Statements	Mgmt	For	For
<i>Voter Rationale: Directors should be elected by shareholders on an annual basis in order to strengthen the accountability of the board to shareholders.</i>				
3	Receive Audit Committee's Activity Report	Mgmt		
4	Approve Management of Company and Grant Discharge to Auditors	Mgmt	For	For
5	Approve Auditors and Fix Their Remuneration	Mgmt	For	For
6	Receive Report of Independent Non-Executive Directors	Mgmt		
7	Approve Remuneration Policy	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i>				
8	Approve Remuneration of Directors	Mgmt	For	For
9	Advisory Vote on Remuneration Report	Mgmt	For	Against
<i>Voter Rationale: Retirement benefits should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable.</i>				
10	Authorize Share Repurchase Program	Mgmt	For	For
11	Approve Share Distribution Plan	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i>				

Neighbourly Pharmacy Inc.

Meeting Date: 08/01/2023

Country: Canada

Ticker: NBLY

Meeting Type: Annual

Primary ISIN: CA64016L1013

Primary SEDOL: BLPK788

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Josh Blair	Mgmt	For	Against

Neighbourly Pharmacy Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 30% of the board. An executive sits on the Remuneration Committee, which we expect to be independent, as non-independent directors could hamper the committee's impartiality and effectiveness. We are holding this director accountable. In the context of increasingly complex international accounting standards, the audit committee benefits from members who have a good and recent understanding of the accounting rules and of the audit process.</i></p>				
1.2	Elect Director Skip Bourdo	Mgmt	For	For
1.3	Elect Director Stuart M. Elman	Mgmt	For	For
1.4	Elect Director Lisa Greatrix	Mgmt	For	For
1.5	Elect Director Dean McCann	Mgmt	For	For
1.6	Elect Director Robert (Bob) O'Meara	Mgmt	For	For
1.7	Elect Director Valerie (Val) Sorbie	Mgmt	For	Against
<p><i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i></p>				
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Re-approve Omnibus Long-Term Incentive Plan	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i></p>				

NetApp, Inc.

Meeting Date: 09/13/2023

Country: USA

Ticker: NTAP

Meeting Type: Annual

Primary ISIN: US64110D1046

Primary SEDOL: 2630643

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director T. Michael Nevens	Mgmt	For	For
1b	Elect Director Deepak Ahuja	Mgmt	For	For
1c	Elect Director Gerald Held	Mgmt	For	For
1d	Elect Director Kathryn M. Hill	Mgmt	For	For
1e	Elect Director Deborah L. Kerr	Mgmt	For	For
1f	Elect Director George Kurian	Mgmt	For	For
1g	Elect Director Carrie Palin	Mgmt	For	For
1h	Elect Director Scott F. Schenkel	Mgmt	For	For
1i	Elect Director George T. Shaheen	Mgmt	For	For

NetApp, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
5	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	Against
<i>Voter Rationale: While we are generally supportive of proposals requesting a lowering of the special meeting threshold, we do not believe removing the one-year holding requirement is beneficial to long-term shareholders.</i>				
6	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
7	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: While we have concerns regarding the level of dilution under the plan and the granting of shares without shares being available gives us pause, there is no pay for performance disconnect with share usage, the grants made under the long-term incentive plan have historically been well-structured, and the plan is key to broad recruitment and retention.</i>				

NetLink NBN Trust

Meeting Date: 07/19/2023

Country: Singapore

Ticker: CJLU

Meeting Type: Annual

Primary ISIN: SG1DH9000006

Primary SEDOL: BF5GLW6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	MEETING FOR HOLDERS OF NETLINK NBN TRUST	Mgmt		
1	Adopt Report of the Trustee-Manager, Statement by the Trustee-Manager, and Audited Financial Statements and Auditors' Report	Mgmt	For	For
<i>Voter Rationale: Shareholders should have the right to elect directors annually in order to hold them to account. Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>				
2	Approve Deloitte & Touche LLP Auditors and Authorize Directors of the Trustee-Manager to Fix Their Remuneration	Mgmt	For	For
3	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	For

NetScout Systems, Inc.

Meeting Date: 09/14/2023

Country: USA

Ticker: NTCT

Meeting Type: Annual

Primary ISIN: US64115T1043

Primary SEDOL: 2447285

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Joseph G. Hadzima, Jr.	Mgmt	For	Withhold
<i>Voter Rationale: The nominee serves as Nominating Committee Chair and has long tenure. Long tenured directors could lack independence from the company and we expect key committee Chairs to be independent.</i>				
1.2	Elect Director Christopher Perretta	Mgmt	For	For
1.3	Elect Director Michael Szabados	Mgmt	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	Against
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
5	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

New Relic, Inc.

Meeting Date: 08/16/2023

Country: USA

Ticker: NEWR

Meeting Type: Annual

Primary ISIN: US64829B1008

Primary SEDOL: BT6T3N7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Susan D. Arthur	Mgmt	For	For
1.2	Elect Director Phalachandra ("Pali") Bhat	Mgmt	For	For
1.3	Elect Director Lewis Cirne	Mgmt	For	For
<i>Voter Rationale: The nominee is a former executive and considered to be non-independent.</i>				
1.4	Elect Director Hope Cochran	Mgmt	For	For

New Relic, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.5	Elect Director Anne DelSanto	Mgmt	For	For
1.6	Elect Director Kevin G. Galligan	Mgmt	For	For
1.7	Elect Director David Henshall	Mgmt	For	For
1.8	Elect Director Radhakrishnan ("RK") Mahendran	Mgmt	For	For
1.9	Elect Director Takeshi Numoto	Mgmt	For	Withhold
<i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders' rights and should be subject to shareholder approval. Specifically, the board failed to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents which adversely impacts shareholder rights.</i>				
1.10	Elect Director William Staples	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: The annual bonus should be assessed using no less than two metrics. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. The remuneration committee should not allow vesting of incentive awards for substantially below median performance. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs.</i>				
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

NexTier Oilfield Solutions Inc.

Meeting Date: 08/30/2023 **Country:** USA **Ticker:** NEX
Meeting Type: Special
Primary ISIN: US65290C1053 **Primary SEDOL:** BKLRLX9

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

NIKE, Inc.

Meeting Date: 09/12/2023 **Country:** USA **Ticker:** NKE
Meeting Type: Annual
Primary ISIN: US6541061031 **Primary SEDOL:** 2640147

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Cathleen Benko	Mgmt	For	For

NIKE, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director Alan B. Graf, Jr.	Mgmt	For	For
	<i>Voter Rationale: The nominee serves as Audit Committee Chair and has long tenure. Long tenured directors could lack independence from the company and we expect key committee Chairs to be independent. Nevertheless, we find this director to be sufficiently independent at this time.</i>			
1c	Elect Director John Rogers, Jr.	Mgmt	For	For
1d	Elect Director Robert Swan	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. Long-term incentives should not be delivered via cash or other non-equity vehicles. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. Company is taking notable steps to improve plan, including increasing PSUs and removing cash from the LTIP.</i>			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	<i>Voter Rationale: We support an annual say on pay frequency.</i>			
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>			
5	Report on Median Gender/Racial Pay Gap	SH	Against	For
	<i>Voter Rationale: The proposed enhanced disclosure would help the board and shareholders better assess existing and potential future risks related to human capital management.</i>			
6	Report on Effectiveness of Supply Chain Management on Equity Goals and Human Rights Commitments	SH	Against	Against
	<i>Voter Rationale: At this time, we believe the company's current disclosure provides requisite information to determine whether management and the board are considering attendant material risks.</i>			

NIPPON REIT Investment Corp.

Meeting Date: 09/22/2023

Country: Japan

Ticker: 3296

Meeting Type: Special

Primary ISIN: JP3047750009

Primary SEDOL: BLC7414

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Authorize Public Announcements in Electronic Format - Disclose Unitholder Meeting Materials on Internet - Amend Provisions on Deemed Approval System - Amend Permitted Investment Types	Mgmt	For	For
2	Elect Executive Director Iwasa, Yasushi	Mgmt	For	For
3	Elect Alternate Executive Director Izumi, Noritaka	Mgmt	For	For

NIPPON REIT Investment Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4.1	Elect Supervisory Director Shimada, Yasuhiro	Mgmt	For	For
4.2	Elect Supervisory Director Yahagi, Hisashi	Mgmt	For	For
5	Elect Alternate Supervisory Director Morishita, Toshimitsu	Mgmt	For	For

Novartis AG

Meeting Date: 09/15/2023

Country: Switzerland

Ticker: NOVN

Meeting Type: Extraordinary Shareholders

Primary ISIN: CH0012005267

Primary SEDOL: 7103065

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Special Distribution by Way of a Dividend in Kind to Effect the Spin-Off of Sandoz Group AG	Mgmt	For	For
2	Approve CHF 22.8 Million Reduction in Share Capital via Reduction of Nominal Value in Connection with the Spin-Off	Mgmt	For	For
3	Transact Other Business (Voting)	Mgmt	For	Against

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

NOVATEK JSC

Meeting Date: 09/29/2023

Country: Russia

Ticker: NVTK

Meeting Type: Special

Primary ISIN: RU000A0DKV55

Primary SEDOL: B59HPK1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Meeting for GDR Holders	Mgmt		
	Approve Interim Dividends of RUB 34.5 per Share for First Six Months of Fiscal 2023	Mgmt	For	Do Not Vote

Novavax, Inc.

Meeting Date: 07/11/2023

Country: USA

Ticker: NVAX

Meeting Type: Annual

Primary ISIN: US6700024010

Primary SEDOL: BJDQXG4

Novavax, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director John C. Jacobs	Mgmt	For	For
1b	Elect Director Gregg H. Alton	Mgmt	For	For
1c	Elect Director Richard J. Rodgers	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
4	Amend Certificate of Incorporation to Reflect New Delaware Law Provisions Regarding Officer Exculpation	Mgmt	For	For
5	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>				
6	Ratify Ernst & Young LLP as Auditors	Mgmt	For	Against
<i>Voter Rationale: Auditors should undertake non-audit work in exceptional circumstances only. Any non-audit fees paid to the auditor should be clearly disclosed, justified and not exceed audit fees. Large non-audit fees could compromise objectivity of the audit.</i>				

Oceania Healthcare Limited

Meeting Date: 08/25/2023

Country: New Zealand

Ticker: OCA

Meeting Type: Annual

Primary ISIN: NZOCAE0002S0

Primary SEDOL: BD6DH46

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Elizabeth Coutts as Director	Mgmt	For	For
<i>Voter Rationale: Concerns about poor disclosure of the STI plan and problematic vesting conditions in the LTI awards.</i>				
2	Authorize Board to Fix Remuneration of the Auditors	Mgmt	For	For

Open Text Corporation

Meeting Date: 09/14/2023

Country: Canada

Ticker: OTEX

Meeting Type: Annual

Primary ISIN: CA6837151068

Primary SEDOL: 2260824

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director P. Thomas Jenkins	Mgmt	For	Against
	<i>Voter Rationale: The nominee is a former executive and considered to be non-independent. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
1.2	Elect Director Mark J. Barrenechea	Mgmt	For	For
1.3	Elect Director Randy Fowlie	Mgmt	For	Against
	<i>Voter Rationale: The nominee serves as Audit Committee Chair and has long tenure. Long tenured directors could lack independence from the company and we expect key committee Chairs to be independent.</i>			
1.4	Elect Director David Fraser	Mgmt	For	For
1.5	Elect Director Gail E. Hamilton	Mgmt	For	For
1.6	Elect Director Robert (Bob) Hau	Mgmt	For	For
1.7	Elect Director Ann M. Powell	Mgmt	For	Against
	<i>Voter Rationale: Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns.</i>			
1.8	Elect Director Stephen J. Sadler	Mgmt	For	Against
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
1.9	Elect Director Michael Slaunwhite	Mgmt	For	For
1.10	Elect Director Katharine B. Stevenson	Mgmt	For	For
1.11	Elect Director Deborah Weinstein	Mgmt	For	Against
	<i>Voter Rationale: We expect companies to have policies in place to increase racial diversity on the board. Our minimum expectation is that at least one board member identifies as a member of an underrepresented community. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
2	Ratify KPMG LLP as Auditors	Mgmt	For	Withhold
	<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>			
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	Against
	<i>Voter Rationale: The remuneration committee should not allow vesting of incentive awards for substantially below median performance. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs.</i>			

Open Up Group, Inc.

Meeting Date: 09/26/2023

Country: Japan

Ticker: 2154

Meeting Type: Annual

Primary ISIN: JP3635580008

Primary SEDOL: B1XC021

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Adopt Board Structure with Audit Committee - Amend Provisions on Number of Directors - Authorize Directors to Execute Day to Day Operations without Full Board Approval	Mgmt	For	For
2.1	Elect Director Nishida, Yutaka	Mgmt	For	For
2.2	Elect Director Sato, Daio	Mgmt	For	For
2.3	Elect Director Sato, Hiroshi	Mgmt	For	For
2.4	Elect Director Oshima, Mari	Mgmt	For	For
2.5	Elect Director Kawakami, Tomoko	Mgmt	For	For
2.6	Elect Director Shimizu, Arata	Mgmt	For	For
2.7	Elect Director Wada, Yoichi	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Zamma, Rieko	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Takahashi, Shintaro	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Rokugawa, Hiroaki	Mgmt	For	For
4	Approve Compensation Ceiling for Directors Who Are Not Audit Committee Members	Mgmt	For	For
5	Approve Compensation Ceiling for Directors Who Are Audit Committee Members	Mgmt	For	For
6	Approve Restricted Stock Plan	Mgmt	For	Against

Voter Rationale: This plan does not effectively link executive pay to performance. The board should introduce stretching performance targets that reward strong performance and build shareholder value over time.

Oracle Corp Japan

Meeting Date: 08/24/2023

Country: Japan

Ticker: 4716

Meeting Type: Annual

Primary ISIN: JP3689500001

Primary SEDOL: 6141680

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Misawa, Toshimitsu	Mgmt	For	For
1.2	Elect Director S. Krishna Kumar	Mgmt	For	For
1.3	Elect Director Garrett Ilg	Mgmt	For	For

Oracle Corp Japan

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Vincent S. Grelli	Mgmt	For	Against
	<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent.</i>			
1.5	Elect Director Kimberly Woolley	Mgmt	For	Against
	<i>Voter Rationale: The remuneration committee should be majority independent and this directors membership could hamper the committees impartiality and effectiveness. The nominating committee should be majority independent and this directors membership could hamper the committees impartiality and effectiveness.</i>			
1.6	Elect Director Fujimori, Yoshiaki	Mgmt	For	For
1.7	Elect Director John L. Hall	Mgmt	For	Against
	<i>Voter Rationale: The audit committee should be at least three-fourths independent and companies should strive to make them fully independent. The remuneration committee should be majority independent and this directors membership could hamper the committees impartiality and effectiveness. The nominating committee should be majority independent and this directors membership could hamper the committees impartiality and effectiveness.</i>			
1.8	Elect Director Natsuno, Takeshi	Mgmt	For	For
1.9	Elect Director Kuroda, Yukiko	Mgmt	For	For

Pan Pacific International Holdings Corp.

Meeting Date: 09/27/2023

Country: Japan

Ticker: 7532

Meeting Type: Annual

Primary ISIN: JP3639650005

Primary SEDOL: 6269861

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 16	Mgmt	For	For
2.1	Elect Director Yoshida, Naoki	Mgmt	For	Against
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>			
2.2	Elect Director Sekiguchi, Kenji	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.3	Elect Director Matsumoto, Kazuhiro	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.4	Elect Director Moriya, Hideki	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.5	Elect Director Ishii, Yuji	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.6	Elect Director Ninomiya, Hitomi	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			

Pan Pacific International Holdings Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.7	Elect Director Kubo, Isao	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
2.8	Elect Director Yasuda, Takao	Mgmt	For	Against
	<i>Voter Rationale: The board should establish one-third board independence to ensure appropriate balance of independence and objectivity.</i>			
3	Elect Director and Audit Committee Member Nishitani, Jumpei	Mgmt	For	For

Patterson Companies, Inc.

Meeting Date: 09/11/2023

Country: USA

Ticker: PDCO

Meeting Type: Annual

Primary ISIN: US7033951036

Primary SEDOL: 2672689

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director John D. Buck	Mgmt	For	Against
	<i>Voter Rationale: The nominee serves as Nominating Committee Chair and has long tenure. Long tenured directors could lack independence from the company and we expect key committee Chairs to be independent.</i>			
1b	Elect Director Meenu Agarwal	Mgmt	For	For
1c	Elect Director Alex N. Blanco	Mgmt	For	For
1d	Elect Director Jody H. Feragen	Mgmt	For	For
1e	Elect Director Robert C. Frenzel	Mgmt	For	For
1f	Elect Director Philip G.J. McKoy	Mgmt	For	For
1g	Elect Director Ellen A. Rudnick	Mgmt	For	For
1h	Elect Director Neil A. Schrimsher	Mgmt	For	For
1i	Elect Director Donald J. Zurbay	Mgmt	For	For
	<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs.</i>			
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	<i>Voter Rationale: We support an annual say on pay frequency.</i>			

Patterson Companies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Patterson-UTI Energy, Inc.

Meeting Date: 08/30/2023	Country: USA	Ticker: PTEN	
	Meeting Type: Special		
		Primary ISIN: US7034811015	Primary SEDOL: 2672537

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Issue Shares in Connection with Merger	Mgmt	For	For
2	Increase Authorized Common Stock	Mgmt	For	For
3	Adjourn Meeting	Mgmt	For	For

Pennon Group Plc

Meeting Date: 07/20/2023	Country: United Kingdom	Ticker: PNN	
	Meeting Type: Annual		
		Primary ISIN: GB00BNNTLN49	Primary SEDOL: BNNTLN4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Final Dividend	Mgmt	For	For
3	Approve Remuneration Report	Mgmt	For	For
4	Approve Remuneration Policy	Mgmt	For	For
5	Elect Dorothy Burwell as Director	Mgmt	For	For
6	Elect Loraine Woodhouse as Director	Mgmt	For	For
7	Re-elect Gill Rider as Director	Mgmt	For	For
8	Re-elect Susan Davy as Director	Mgmt	For	For
9	Re-elect Paul Boote as Director	Mgmt	For	For
10	Re-elect Jon Butterworth as Director	Mgmt	For	For
11	Re-elect Neil Cooper as Director	Mgmt	For	For

Pennon Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
12	Re-elect Iain Evans as Director	Mgmt	For	Against
<i>Voter Rationale: Vote AGAINST given ongoing concerns with pollution and he Chairs the ESG Committee.</i>				
13	Re-elect Claire Ighodaro as Director	Mgmt	For	For
14	Reappoint Ernst & Young LLP as Auditors	Mgmt	For	For
15	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
16	Authorise UK Political Donations and Expenditure	Mgmt	For	For
17	Authorise Issue of Equity	Mgmt	For	For
18	Approve Climate-Related Financial Disclosures	Mgmt	For	For
19	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
20	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
21	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
22	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

PetMed Express, Inc.

Meeting Date: 08/03/2023

Country: USA

Ticker: PETS

Meeting Type: Annual

Primary ISIN: US7163821066

Primary SEDOL: 2143099

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Leslie C.G. Campbell	Mgmt	For	For
1.2	Elect Director Sandra Y. Campos	Mgmt	For	For
1.3	Elect Director Gian M. Fulgoni	Mgmt	For	For
1.4	Elect Director Mathew N. Hulett	Mgmt	For	For
1.5	Elect Director Diana Garvis Purcel	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: <input type="checkbox"/> Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. <input type="checkbox"/> Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i>				

PetMed Express, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
4	Ratify RSM US LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Pets At Home Group Plc

Meeting Date: 07/06/2023	Country: United Kingdom	Ticker: PETS
	Meeting Type: Annual	
	Primary ISIN: GB00BJ62K685	Primary SEDOL: BJ62K68

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
<i>Voter Rationale: The policy flags concerns due to a lack of gender diversity policies. There are no significant concerns with the financial statements and report. A vote FOR is warranted.</i>				
2	Approve Remuneration Report	Mgmt	For	For
<i>Voter Rationale: The policy raises concern around the time based vesting of the LTIP. Al though the LTIP uses a restricted share plan vs a performance share plan there is a underpin of positive absolute TSR and the opportunity is approximately half of what peers would have in a performance share plan following best practices for RSP's. A vote FOR is warranted.</i>				
3	Approve Remuneration Policy	Mgmt	For	For
<i>Voter Rationale: The policy raises concerns around the restricted share plan. As noted above the company follows best practices for RSP's. There are no other areas for concern and a vote FOR is warranted.</i>				
4	Approve Final Dividend	Mgmt	For	For
5A	Re-elect Lyssa McGowan as Director	Mgmt	For	For
5B	Re-elect Mike Iddon as Director	Mgmt	For	For
5C	Re-elect Ian Burke as Director	Mgmt	For	For
<i>Voter Rationale: The board chairman serves as a member of the Nomination Committee.</i>				
5D	Re-elect Zarin Patel as Director	Mgmt	For	For
5E	Re-elect Dennis Millard as Director	Mgmt	For	For
5F	Re-elect Susan Dawson as Director	Mgmt	For	For
<i>Voter Rationale: The director is chair of the remuneration committee and a vote FOR the director is warranted in absence of concern with the remuneration practices.</i>				
6A	Elect Roger Burnley as Director	Mgmt	For	For
6B	Elect Natalie-Jane Macdonald as Director	Mgmt	For	For

Pets At Home Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Reappoint KPMG LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: The policy highlights concern around the tenure of the auditors and indicates that the company should consider a plan or tender process. The company has commenced a tender for its march 2026 year end audit. A vote FOR is warranted.</i></p>				
8	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
9	Authorise Issue of Equity	Mgmt	For	For
10	Authorise UK Political Donations and Expenditure	Mgmt	For	For
11	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
12	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
13	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
14	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

PICC Property and Casualty Company Limited

Meeting Date: 08/08/2023

Country: China

Ticker: 2328

Meeting Type: Extraordinary Shareholders

Primary ISIN: CNE100000593

Primary SEDOL: 6706250

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Wang Tingke as Director	Mgmt	For	For
2	Elect Yu Ze as Director	Mgmt	For	For
<p><i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i></p>				
3	Elect Jiang Caishi as Director	Mgmt	For	For
4	Elect Zhang Daoming as Director	Mgmt	For	For
5	Elect Hu Wei as Director	Mgmt	For	For
6	Elect Li Tao as Director	Mgmt	For	Against
<p><i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.</i></p>				
7	Elect Qu Xiaohui as Director	Mgmt	For	Against
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5 pct of the board.</i></p>				
8	Elect Cheng Fengchao as Director	Mgmt	For	For

PICC Property and Casualty Company Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
9	Elect Wei Chenyang as Director	Mgmt	For	For
10	Elect Li Weibin as Director	Mgmt	For	For
11	Elect Qu Xiaobo as Director	Mgmt	For	For
12	Elect Dong Qingxiu as Supervisor	Mgmt	For	For
13	Elect Wang Yadong as Supervisor	Mgmt	For	For
14	Elect Li Shuk Yin Edwin as Supervisor	Mgmt	For	For
15	Elect Carson Wen as Supervisor	Mgmt	For	For

PKSHA Technology, Inc.

Meeting Date: 09/20/2023 **Country:** Japan **Ticker:** 3993
Meeting Type: Special **Primary ISIN:** JP3780050005 **Primary SEDOL:** BF1CV17

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Capital Reduction	Mgmt	For	For

Planet Labs PBC

Meeting Date: 07/11/2023 **Country:** USA **Ticker:** PL
Meeting Type: Annual **Primary ISIN:** US72703X1063 **Primary SEDOL:** BM8JV32

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Niccolo de Masi	Mgmt	For	Withhold
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1b	Elect Director Vijaya Gadde	Mgmt	For	Withhold
<i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders' rights and should be subject to shareholder approval. Specifically, the board's failure to remove, or subject to a reasonable sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Planet Labs PBC

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<p><i>Voter Rationale: We support an annual say on pay frequency.</i></p>				

Powszechny Zaklad Ubezpieczen SA

Meeting Date: 09/13/2023
Country: Poland
Ticker: PZU
Meeting Type: Special
Primary ISIN: PLPZU0000011
Primary SEDOL: B63DG21

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Management Proposals	Mgmt		
1	Open Meeting	Mgmt		
2	Elect Meeting Chairman	Mgmt	For	For
3	Acknowledge Proper Convening of Meeting	Mgmt		
4	Approve Agenda of Meeting	Mgmt	For	For
	Shareholder Proposals	Mgmt		
5.1	Recall Supervisory Board Member	SH	None	Against
<p><i>Voter Rationale: Shareholders should be given relevant and sufficient information to make an informed decision.</i></p>				
5.2	Elect Supervisory Board Member	SH	None	Against
<p><i>Voter Rationale: Shareholders should be given relevant and sufficient information to make an informed decision.</i></p>				
6	Approve Collective Suitability of Supervisory Board Members	SH	None	Against
<p><i>Voter Rationale: Shareholders should be given relevant and sufficient information to make an informed decision.</i></p>				
7	Approve Decision on Covering Costs of Convocation of EGM	SH	None	Against
<p><i>Voter Rationale: Shareholders should be given relevant and sufficient information to make an informed decision.</i></p>				
	Management Proposal	Mgmt		
8	Close Meeting	Mgmt		

Prestige Consumer Healthcare Inc.

Meeting Date: 08/01/2023

Country: USA

Ticker: PBH

Meeting Type: Annual

Primary ISIN: US74112D1019

Primary SEDOL: B0650P3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ronald M. Lombardi	Mgmt	For	For
1.2	Elect Director John E. Byom	Mgmt	For	For
1.3	Elect Director Celeste A. Clark	Mgmt	For	For
1.4	Elect Director James C. D'Arecca	Mgmt	For	For
1.5	Elect Director Sheila A. Hopkins	Mgmt	For	For
1.6	Elect Director Natale S. Ricciardi	Mgmt	For	For
1.7	Elect Director Dawn M. Zier	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: Variable remuneration should not contain a significant overlap of metrics. Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				

PT Bank Negara Indonesia (Persero) Tbk

Meeting Date: 09/19/2023

Country: Indonesia

Ticker: BBNI

Meeting Type: Extraordinary Shareholders

Primary ISIN: ID1000096605

Primary SEDOL: 6727121

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Stock Split and Amend Article 4 of the Company's Articles of Association	SH	None	For
2	Approve Changes in the Composition of Company's Management	SH	None	Against
<i>Voter Rationale: Companies should provide sufficient information in advance of the meeting to enable shareholders to cast an informed vote.</i>				

Meeting Date: 08/15/2023

Country: USA

Ticker: QRVO

Meeting Type: Annual

Primary ISIN: US74736K1016

Primary SEDOL: BR9YYP4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Ralph G. Quinsey	Mgmt	For	Against
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>			
1b	Elect Director Robert A. Bruggeworth	Mgmt	For	For
	<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>			
1c	Elect Director Judy Bruner	Mgmt	For	For
1d	Elect Director Jeffery R. Gardner	Mgmt	For	For
1e	Elect Director John R. Harding	Mgmt	For	For
1f	Elect Director David H. Y. Ho	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1g	Elect Director Roderick D. Nelson	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1h	Elect Director Walden C. Rhines	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			
1i	Elect Director Susan L. Spradley	Mgmt	For	For
	<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>			

Qorvo, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				

3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
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Ralph Lauren Corporation

Meeting Date: 08/03/2023	Country: USA	Ticker: RL
	Meeting Type: Annual	
	Primary ISIN: US7512121010	Primary SEDOL: B4V9661

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Linda Findley	Mgmt	For	For
1.2	Elect Director Michael A. George	Mgmt	For	For
1.3	Elect Director Hubert Joly	Mgmt	For	For
1.4	Elect Director Darren Walker	Mgmt	For	For
<p><i>Voter Rationale: We oppose dual class structures with impaired or enhanced voting rights. The company should amend its structure to allow for equal voting rights among shareholders.</i></p>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i></p>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<p><i>Voter Rationale: We support an annual say on pay frequency.</i></p>				

RBC Bearings Incorporated

Meeting Date: 09/07/2023

Country: USA

Ticker: RBC

Meeting Type: Annual

Primary ISIN: US75524B1044

Primary SEDOL: B0GLYB5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Michael J. Hartnett	Mgmt	For	For
1b	Elect Director Dolores J. Ennico	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval. The annual bonus should be assessed using no less than two metrics. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Companies that received high levels of dissent on remuneration-related proposals should engage with their key shareholders to understand the rationale for opposition and explain in the next annual report how the company intends to address shareholder concerns.</i>				

Ready Capital Corporation

Meeting Date: 08/22/2023

Country: USA

Ticker: RC

Meeting Type: Annual

Primary ISIN: US75574U1016

Primary SEDOL: BDFS3G6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Thomas E. Capasse	Mgmt	For	For

Ready Capital Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Jack J. Ross	Mgmt	For	For
1.3	Elect Director Frank P. Filippis	Mgmt	For	For
1.4	Elect Director Daniel J. Hirsch	Mgmt	For	Withhold
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1.5	Elect Director Kevin M. Luebbers	Mgmt	For	For
1.6	Elect Director Meredith Marshall	Mgmt	For	For
1.7	Elect Director Pinkie D. Mayfield	Mgmt	For	Withhold
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1.8	Elect Director Dominique Mielle	Mgmt	For	Withhold
<i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders' rights and should be subject to shareholder approval. Specifically, the company's governing documents prohibit shareholders from amending the bylaws.</i>				
1.9	Elect Director Gilbert E. Nathan	Mgmt	For	Withhold
<i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders' rights and should be subject to shareholder approval. Specifically, the company's governing documents prohibit shareholders from amending the bylaws.</i>				
1.10	Elect Director Andrea Petro	Mgmt	For	For
1.11	Elect Director J. Mitchell Reese	Mgmt	For	Withhold
<i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders' rights and should be subject to shareholder approval. Specifically, the company's governing documents prohibit shareholders from amending the bylaws. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.</i>				
1.12	Elect Director Todd M. Sinai	Mgmt	For	Withhold
<i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders' rights and should be subject to shareholder approval. Specifically, the company's governing documents prohibit shareholders from amending the bylaws.</i>				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i>				

Ready Capital Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve Omnibus Stock Plan	Mgmt	For	Against
<p><i>Voter Rationale: Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				

Reata Pharmaceuticals, Inc.

Meeting Date: 09/21/2023	Country: USA	Ticker: RETA
	Meeting Type: Special	
	Primary ISIN: US75615P1030	Primary SEDOL: BYY9FX8

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Merger Agreement	Mgmt	For	For
2	Advisory Vote on Golden Parachutes	Mgmt	For	Against
<p><i>Voter Rationale: A vote AGAINST this proposal is warranted. While cash severance is double trigger and reasonably based, outstanding equity awards will auto-accelerate at the time of the merger, and certain NEOs are entitled to significant tax gross-up payments.</i></p>				
3	Adjourn Meeting	Mgmt	For	For

Reliance Industries Ltd.

Meeting Date: 08/28/2023	Country: India	Ticker: 500325
	Meeting Type: Annual	
	Primary ISIN: INE002A01018	Primary SEDOL: 6099626

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Accept Standalone Financial Statements and Statutory Reports	Mgmt	For	For
1b	Accept Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Dividend	Mgmt	For	For
3	Reelect P. M. S. Prasad as Director	Mgmt	For	Against
<p><i>Voter Rationale: We reiterate our support for the company's ambitions in low carbon energy, however we would appreciate greater clarity of the path to net zero by the company disclosing medium term targets or emissions guidance. Additionally, in order to mitigate transition risks facing legacy businesses we also emphasise our desire for the company to disclose and set targets to reduce its scope 3 emissions.</i></p>				
4	Reelect Nikhil R. Meswan as Director	Mgmt	For	For

Reliance Industries Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Approve Reappointment and Remuneration of Mukesh D. Ambani as Managing Director	Mgmt	For	For
6	Reelect Arundhati Bhattacharya as Director	Mgmt	For	Against
<p><i>Voter Rationale: We reiterate our support for the company's ambitions in low carbon energy, however we would appreciate greater clarity of the path to net zero by the company disclosing medium term targets or emissions guidance. Additionally, in order to mitigate transition risks facing legacy businesses we also emphasise our desire for the company to disclose and set targets to reduce its scope 3 emissions.</i></p>				
7	Approve Remuneration of Cost Auditors	Mgmt	For	For
8	Amend Articles of Association - Board Related	Mgmt	For	For
9	Amend Object Clause of the Memorandum of Association	Mgmt	For	For
10	Approve Material Related Party Transactions of the Company	Mgmt	For	For
11	Approve Material Related Party Transactions of Subsidiaries of the Company	Mgmt	For	For

Roivant Sciences Ltd.

Meeting Date: 09/12/2023

Country: Bermuda

Ticker: ROIV

Meeting Type: Annual

Primary ISIN: BMG762791017

Primary SEDOL: BMW4NZ9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Daniel Gold	Mgmt	For	Withhold
<p><i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review.</i></p>				
1.2	Elect Director Meghan FitzGerald	Mgmt	For	For
2	Appoint Ernst & Young LLP as Auditors and Authorise Their Remuneration	Mgmt	For	For

RS Group Plc

Meeting Date: 07/13/2023

Country: United Kingdom

Ticker: RS1

Meeting Type: Annual

Primary ISIN: GB0003096442

Primary SEDOL: 0309644

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Report	Mgmt	For	For
3	Approve Final Dividend	Mgmt	For	For
4	Re-elect Alex Baldock as Director	Mgmt	For	For
5	Re-elect Louisa Burdett as Director	Mgmt	For	For
6	Re-elect Rona Fairhead as Director	Mgmt	For	For
<i>Voter Rationale: The board chairman serves as a member of the Nomination Committee.</i>				
7	Re-elect Navneet Kapoor as Director	Mgmt	For	For
8	Re-elect Bessie Lee as Director	Mgmt	For	For
9	Re-elect Simon Pryce as Director	Mgmt	For	For
10	Re-elect David Sleath as Director	Mgmt	For	For
11	Re-elect Joan Wainwright as Director	Mgmt	For	For
12	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
13	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
14	Authorise UK Political Donations and Expenditure	Mgmt	For	For
15	Authorise Issue of Equity	Mgmt	For	For
16	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
17	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
18	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
19	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

Ryanair Holdings Plc

Meeting Date: 09/14/2023

Country: Ireland

Ticker: RYA

Meeting Type: Annual

Primary ISIN: IE00BYTBXV33

Primary SEDOL: BYTBXV3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
	<i>Voter Rationale: Shareholder should have the right to approve the implementation of the company's dividend policy.</i>			
2	Approve Remuneration Report	Mgmt	For	For
3	Approve Remuneration Policy	Mgmt	For	For
	<i>Voter Rationale: CEO pay pack implies 30% upside, CEO has created value for shareholders</i>			
4a	Elect Eamonn Brennan as Director	Mgmt	For	For
4b	Elect Elisabeth Kostinger as Director	Mgmt	For	For
4c	Elect Anne Nolan as Director	Mgmt	For	For
4d	Re-elect Stan McCarthy as Director	Mgmt	For	Against
	<i>Voter Rationale: Concern is raised as the board does not have the appropriate level of independence. The director is chair and NomCo chair. The director and multiple others are remunerated with share options. This can impact the independence of the directors resulting in an independence level of 36% on the board. A vote AGAINST is warranted.</i>			
4e	Re-elect Louise Phelan as Director	Mgmt	For	For
	<i>Voter Rationale: Independence concerns are raised with the director due to payment in options. Multiple directors have this arrangement and votes are recommended against the Chair and RemCo chair. A vote FOR this director is warranted.</i>			
4f	Re-elect Roisin Brennan as Director	Mgmt	For	Against
	<i>Voter Rationale: Concern is raised as the board does not have the appropriate level of independence. The director is the RemCo chair. The director and multiple others are remunerated with share options. This can impact the independence of the directors resulting in an independence level of 36% on the board. In addition there are issues with the remuneration policy. A vote AGAINST is warranted.</i>			
4g	Re-elect Michael Cawley as Director	Mgmt	For	For
	<i>Voter Rationale: Independence concerns are raised with the director due to payment in options. Multiple directors have this arrangement and votes are recommended against the Chair and RemCo chair. A vote FOR this director is warranted.</i>			
4h	Re-elect Emer Daly as Director	Mgmt	For	For
	<i>Voter Rationale: Independence concerns are raised with the director due to payment in options. Multiple directors have this arrangement and votes are recommended against the Chair and RemCo chair. A vote FOR this director is warranted.</i>			
4i	Re-elect Geoff Doherty as Director	Mgmt	For	For
4j	Re-elect Howard Millar as Director	Mgmt	For	For
	<i>Voter Rationale: Independence concerns are raised with the director due to payment in options. Multiple directors have this arrangement and votes are recommended against the Chair and RemCo chair. A vote FOR this director is warranted.</i>			
4k	Re-elect Michael O'Brien as Director	Mgmt	For	For
	<i>Voter Rationale: Independence concerns are raised with the director due to payment in options. Multiple directors have this arrangement and votes are recommended against the Chair and RemCo chair. A vote FOR this director is warranted.</i>			
4l	Re-elect Michael O'Leary as Director	Mgmt	For	For
5	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
6	Authorise Board to Fix Remuneration of Directors	Mgmt	For	For
7	Authorise Issue of Equity	Mgmt	For	For

Ryanair Holdings Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
9	Authorise Market Purchase and/or Overseas Market Purchase of Ordinary Shares	Mgmt	For	For
10	Approve Proposed Purchase of Up to 300 Boeing 737-MAX-10 Aircraft	Mgmt	For	For

Ryman Healthcare Limited

Meeting Date: 07/27/2023

Country: New Zealand

Ticker: RYM

Meeting Type: Annual

Primary ISIN: NZRYME0001S4

Primary SEDOL: 6161525

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Authorize Board to Fix Remuneration of the Auditors	Mgmt	For	For
2	Elect Dean Hamilton as Director	Mgmt	For	For
3	Elect James Miller as Director	Mgmt	For	For
4	Elect Paula Jeffs as Director	Mgmt	For	For
5	Elect Claire Higgins as Director	Mgmt	For	For

S.F. Holding Co., Ltd.

Meeting Date: 08/17/2023

Country: China

Ticker: 002352

Meeting Type: Special

Primary ISIN: CNE100000L63

Primary SEDOL: B3P1NF4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Issuance of H Class Shares and Listing in The Stock Exchange of Hong Kong Limited	Mgmt	For	For
	APPROVE PLAN ON ISSUANCE OF H CLASS SHARES AND LISTING IN THE STOCK EXCHANGE OF HONG KONG LIMITED	Mgmt		
2.1	Approve Share Type and Par Value	Mgmt	For	For
2.2	Approve Issue Manner	Mgmt	For	For
2.3	Approve Issue Size	Mgmt	For	For
2.4	Approve Target Subscribers	Mgmt	For	For

S.F. Holding Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.5	Approve Pricing Method	Mgmt	For	For
2.6	Approve Issue Time	Mgmt	For	For
2.7	Approve Issue Principle	Mgmt	For	For
3	Approve Conversion to an Overseas Fundraising Company	Mgmt	For	For
4	Approve Resolution Validity Period	Mgmt	For	For
5	Approve Authorization of Board to Handle All Related Matters	Mgmt	For	For
6	Approve Report on the Usage of Previously Raised Funds	Mgmt	For	For
7	Approve Usage Plan of Raised Funds	Mgmt	For	For
8	Approve Distribution Arrangement of Cumulative Earnings	Mgmt	For	For
9	Approve Amendments to Articles of Association and Relevant Rules of Procedure	Mgmt	For	For
10	Approve to Appoint Auditor	Mgmt	For	For

Sa Sa International Holdings Limited

Meeting Date: 08/24/2023

Country: Cayman Islands

Ticker: 178

Meeting Type: Annual

Primary ISIN: KYG7814S1021

Primary SEDOL: 6003401

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2.1a	Elect Kwok Sze Wai Melody as Director	Mgmt	For	For
<p><i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i></p>				
2.1b	Elect Kwok Sea Nga Kitty as Director	Mgmt	For	For
2.1c	Elect Tan Wee Seng as Director	Mgmt	For	Against
<p><i>Voter Rationale: The board should include at least 33% independent non-executive directors to ensure appropriate balance of independence and objectivity. The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness.</i></p>				
2.1d	Elect Chan Hiu Fung Nicholas as Director	Mgmt	For	Against
<p><i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time.</i></p>				
2.2	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For

Sa Sa International Holdings Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Approve PricewaterhouseCoopers as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
4.1	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				
4.2	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
4.3	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>				

Safestore Holdings Plc

Meeting Date: 07/12/2023 **Country:** United Kingdom **Ticker:** SAFE
Meeting Type: Special

Primary ISIN: GB00B1N7Z094 **Primary SEDOL:** B1N7Z09

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Remuneration Policy	Mgmt	For	For
2	Amend 2020 Long Term Incentive Plan	Mgmt	For	For

Sakata Seed Corp.

Meeting Date: 08/30/2023 **Country:** Japan **Ticker:** 1377
Meeting Type: Annual

Primary ISIN: JP3315000004 **Primary SEDOL:** 6769811

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 35	Mgmt	For	For
2.1	Elect Director Sakata, Hiroshi	Mgmt	For	Abstain
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.2	Elect Director Uchiyama, Risho	Mgmt	For	For
2.3	Elect Director Kagami, Tsutomu	Mgmt	For	For
2.4	Elect Director Kuroiwa, Kazuo	Mgmt	For	For

Sakata Seed Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.5	Elect Director Furuki, Toshihiko	Mgmt	For	For
2.6	Elect Director Takamiya, Zen	Mgmt	For	For
2.7	Elect Director Sugahara, Kunihiko	Mgmt	For	For
2.8	Elect Director Ozaki, Yukimasa	Mgmt	For	For
2.9	Elect Director Watanabe, Masako	Mgmt	For	For
3	Appoint Alternate Statutory Auditor Nagashima, Tamio	Mgmt	For	For

Sansan, Inc.

Meeting Date: 08/29/2023

Country: Japan

Ticker: 4443

Meeting Type: Annual

Primary ISIN: JP3332540008

Primary SEDOL: BJJYG18

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Amend Business Lines	Mgmt	For	For
2.1	Elect Director Terada, Chikahiro	Mgmt	For	Against
<i>Voter Rationale: Top management is responsible for the companys unfavourable ROE performance.</i>				
2.2	Elect Director Tomioka, Kei	Mgmt	For	For
2.3	Elect Director Shiomi, Kenji	Mgmt	For	For
2.4	Elect Director Oma, Yuta	Mgmt	For	For
2.5	Elect Director Hashimoto, Muneyuki	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Akaura, Toru	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Shiotsuki, Toko	Mgmt	For	For
4	Approve Deep Discount Stock Option Plan	Mgmt	For	For

Sany Heavy Industry Co., Ltd.

Meeting Date: 09/15/2023

Country: China

Ticker: 600031

Meeting Type: Special

Primary ISIN: CNE000001F70

Primary SEDOL: 6648824

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Repurchase and Cancellation of Performance Shares	Mgmt	For	For

Sany Heavy Industry Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Amend Articles of Association	Mgmt	For	For

Satellite Chemical Co., Ltd.

Meeting Date: 07/04/2023	Country: China	Ticker: 002648
	Meeting Type: Special	Primary ISIN: CNE100001B07
		Primary SEDOL: B6585B6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Investment in High-end New Materials Industrial Park Project	Mgmt	For	For
2	Approve Repurchase and Cancellation of Performance Shares	Mgmt	For	For

Satellite Chemical Co., Ltd.

Meeting Date: 08/02/2023	Country: China	Ticker: 002648
	Meeting Type: Special	Primary ISIN: CNE100001B07
		Primary SEDOL: B6585B6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Lease of Ships to Provide Logistics Transportation Services	Mgmt	For	For

Satellite Chemical Co., Ltd.

Meeting Date: 09/28/2023	Country: China	Ticker: 002648
	Meeting Type: Special	Primary ISIN: CNE100001B07
		Primary SEDOL: B6585B6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Equity Acquisition	Mgmt	For	For

SATS Ltd.

Meeting Date: 07/21/2023	Country: Singapore	Ticker: S58
	Meeting Type: Annual	Primary ISIN: SG1I52882764
		Primary SEDOL: 6243586

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
<i>Voter Rationale: Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>				
2	Elect Chia Kim Huat as Director	Mgmt	For	For
3	Elect Jessica Tan Soon Neo as Director	Mgmt	For	For
4	Elect Deborah Tan Yang Sock (Deborah Ong) as Director	Mgmt	For	For
5	Elect Detlef Andreas Trefzger as Director	Mgmt	For	For
6	Elect Eng Aik Meng as Director	Mgmt	For	For
7	Approve Directors' Fees	Mgmt	For	For
8	Approve KPMG LLP Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
9	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	For
10	Approve Grant of Awards and Issuance of Shares Under the SATS Performance Share Plan and/or the SATS Restricted Share Plan	Mgmt	For	Against
<i>Voter Rationale: This plan could lead to excessive dilution.</i>				
11	Approve Mandate for Interested Person Transactions	Mgmt	For	For
12	Authorize Share Repurchase Program	Mgmt	For	For

Sayona Mining Limited

Meeting Date: 07/17/2023

Country: Australia

Ticker: SYA

Meeting Type: Extraordinary Shareholders

Primary ISIN: AU000000SYA5

Primary SEDOL: BBX4LR9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Issuance of 10 Million Shares to Brett Lynch	Mgmt	For	Against

Sayona Mining Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>			
2	Approve Issuance of Options to Paul Crawford	Mgmt	For	Against
	<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it. Options should be issued at no less than market price, except for an all-employee plan where the discount should not exceed 20% on a fixed date.</i></p>			
3	Ratify Past Issuance of Placement Shares to Troilus Gold Corporation	Mgmt	For	For
4	Ratify Past Issuance of Options to Jett Capital Advisors, LLC	Mgmt	For	For
5	Ratify Past Issuance of Placement Shares to PearTree Securities Inc.	Mgmt	For	For
6	Ratify Past Issuance of Unconditional Placement Shares to Institutional, Professional, and Sophisticated Investors	Mgmt	For	For
7	Approve Issuance of Conditional Placement Shares to Institutional, Professional, and Sophisticated Investors	Mgmt	For	For
8	Approve Issuance of 555,556 Shares to Brett Lynch	Mgmt	For	For
9	Approve Issuance of Shares to Paul Crawford	Mgmt	For	For
10	Adopt New Constitution	Mgmt	For	Against
	<p><i>Voter Rationale: Concerns are raised for any moves to eliminate any physical attendance at meetings. Virtual-only meetings may impact shareholder rights in holding directors publicly accountable and may hinder meaningful exchanges between directors and shareholders.</i></p>			

SBI Shinsei Bank Ltd.

Meeting Date: 09/01/2023

Country: Japan

Ticker: 8303

Meeting Type: Special

Primary ISIN: JP3729000004

Primary SEDOL: 6730936

SBI Shinsei Bank Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Reverse Stock Split to Squeeze Out Minority Shareholders	Mgmt	For	For
<i>Voter Rationale: While there is some pause regarding the premium and opinions expressed by several individuals, the special committee reached majority approval and both the company and the special committee received fairness opinions. Furthermore, there is significant uncertainty for the remaining minority shareholders should this transaction not take place.</i>				
2	Amend Articles to Decrease Authorized Capital	Mgmt	For	For

SHO-BOND Holdings Co. Ltd.

Meeting Date: 09/27/2023

Country: Japan

Ticker: 1414

Meeting Type: Annual

Primary ISIN: JP3360250009

Primary SEDOL: B29T1W0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 75	Mgmt	For	For
2.1	Elect Director Kishimoto, Tatsuya	Mgmt	For	Against
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developing markets, our minimum expectation is that women should comprise at least 13.5% of the board.</i>				
2.2	Elect Director Sekiguchi, Yasuhiro	Mgmt	For	For
2.3	Elect Director Naraoka, Shigeru	Mgmt	For	For
2.4	Elect Director Shimada, Takayasu	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Miura, Satoru	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Hongo, Akira	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Kuwano, Reiko	Mgmt	For	For

SIA Engineering Company Limited

Meeting Date: 07/20/2023

Country: Singapore

Ticker: S59

Meeting Type: Annual

Primary ISIN: SG1I53882771

Primary SEDOL: 6243597

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For

SIA Engineering Company Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
<i>Voter Rationale: Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>				
2	Approve Final Dividend	Mgmt	For	For
3.1	Elect Tang Kin Fei as Director	Mgmt	For	Against
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
3.2	Elect Wee Siew Kim as Director	Mgmt	For	Against
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
3.3	Elect Mak Swee Wah as Director	Mgmt	For	For
4.1	Elect Chong Chuan Neo as Director	Mgmt	For	For
4.2	Elect Tan Tze Gay as Director	Mgmt	For	For
5	Approve Directors' Fees	Mgmt	For	For
6	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
7.1	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	For
7.2	Approve Grant of Awards and Issuance of Shares Under the SIAEC Performance Share Plan 2014 and/or the SIAEC Restricted Share Plan 2014	Mgmt	For	Against
<i>Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant.</i>				
7.3	Approve Mandate for Interested Person Transactions	Mgmt	For	For
7.4	Authorize Share Repurchase Program	Mgmt	For	For

Silvercorp Metals Inc.

Meeting Date: 09/29/2023

Country: Canada

Ticker: SVM

Meeting Type: Annual

Primary ISIN: CA82835P1036

Primary SEDOL: 2784261

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Fix Number of Directors at Six	Mgmt	For	For
2.1	Elect Director Rui Feng	Mgmt	For	For
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				

Silvercorp Metals Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.2	Elect Director Paul Simpson	Mgmt	For	Withhold
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible. The nominee serves as Remuneration Committee Chair and has long tenure. Long tenured directors could lack independence from the company and we expect key committee Chairs to be independent. The nominee serves as Nominating Committee Chair and has long tenure. Long tenured directors could lack independence from the company and we expect key committee Chairs to be independent.</i>			
2.3	Elect Director David Kong	Mgmt	For	Withhold
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
2.4	Elect Director Yikang Liu	Mgmt	For	Withhold
	<i>Voter Rationale: The average board tenure at the company significantly exceeds the market average, raising concerns regarding board refreshment and succession planning. We are holding this director responsible.</i>			
2.5	Elect Director Marina A. Katusa	Mgmt	For	For
2.6	Elect Director Ken Robertson	Mgmt	For	For
3	Approve Deloitte LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>			

Singapore Airlines Limited

Meeting Date: 07/27/2023

Country: Singapore

Ticker: C6L

Meeting Type: Annual

Primary ISIN: SG1V61937297

Primary SEDOL: 6811734

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
	<i>Voter Rationale: Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>			
2	Approve Final Dividend	Mgmt	For	For
3a	Elect Goh Choon Phong as Director	Mgmt	For	For
	<i>Voter Rationale: 'Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>			
3b	Elect Dominic Ho Chiu Fai as Director	Mgmt	For	For
3c	Elect Lee Kim Shin as Director	Mgmt	For	For
4	Approve Directors' Emoluments	Mgmt	For	For
5	Approve KPMG LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For

Singapore Airlines Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	For
7	Approve Grant of Awards and Issuance of Shares Under the SIA Performance Share Plan 2014 and/or the SIA Restricted Share Plan 2014	Mgmt	For	For
8	Approve Renewal of Mandate for Interested Person Transactions	Mgmt	For	For
9	Authorize Share Repurchase Program	Mgmt	For	For

Singapore NBN Trust

Meeting Date: 07/19/2023

Country: Singapore
Meeting Type: Annual

Ticker: CJLU

Primary ISIN: SG1DH9000006

Primary SEDOL: BF5GLW6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	MEETING FOR HOLDERS OF SINGAPORE NBN TRUST	Mgmt		
1	Adopt Directors' Statement, Audited Financial Statements of the Trustee-Manager, and Independent Auditors' Reports	Mgmt	For	For
<i>Voter Rationale: Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>				
2	Approve Directors' Fees	Mgmt	For	For
3	Approve Deloitte & Touche LLP Auditors and Authorize Directors of the Trustee-Manager to Fix Their Remuneration	Mgmt	For	For
4	Elect Chaly Mah Chee Kheong as Director of the Trustee-Manager	Mgmt	For	For
5	Elect William Woo Siew Wing as Director of the Trustee-Manager	Mgmt	For	For
6	Elect Tong Yew Heng as Director of the Trustee-Manager	Mgmt	For	For
7	Elect Quah Kung Yang as Director of the Trustee-Manager	Mgmt	For	For

Singapore Post Ltd.

Meeting Date: 07/19/2023

Country: Singapore
Meeting Type: Annual

Ticker: S08

Primary ISIN: SG1N89910219

Primary SEDOL: 6609478

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
<i>Voter Rationale: Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>				
2	Approve Final Dividend	Mgmt	For	For
3	Elect Bob Tan Beng Hai as Director	Mgmt	For	For
4	Approve Directors' Fees	Mgmt	For	For
5	Approve Deloitte & Touche LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
6	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	For
7	Approve Renewal of Mandate for Interested Person Transactions	Mgmt	For	For
8	Authorize Share Repurchase Program	Mgmt	For	For

Singapore Telecommunications Limited

Meeting Date: 07/28/2023

Country: Singapore

Ticker: Z74

Meeting Type: Annual

Primary ISIN: SG1T75931496

Primary SEDOL: B02PY11

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
<i>Voter Rationale: Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>				
2	Approve Final Dividend	Mgmt	For	For
3	Elect Lee Theng Kiat as Director	Mgmt	For	For
<i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i>				
4	Elect Tan Tze Gay as Director	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>				
5	Elect Yong Ying-I as Director	Mgmt	For	For
6	Approve Directors' Fees	Mgmt	For	For
7	Approve Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For

Singapore Telecommunications Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	For
9	Approve Grant of Awards and Issuance of Shares Pursuant to the SingTel Performance Share Plan 2012	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i>				
10	Authorize Share Repurchase Program	Mgmt	For	For
11	Approve Mandate for Transactions with Sembcorp Power Pte Ltd under the Conditional Power Purchase Agreement	Mgmt	For	For

Sirius Real Estate Limited

Meeting Date: 07/10/2023

Country: Guernsey

Ticker: SRE

Meeting Type: Annual

Primary ISIN: GG00B1W3VF54

Primary SEDOL: B1W3VF5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Elect Chris Bowman as Director	Mgmt	For	For
3	Re-elect Caroline Britton as Director	Mgmt	For	For
4	Re-elect Mark Cherry as Director	Mgmt	For	For
5	Re-elect Kelly Cleveland as Director	Mgmt	For	For
6	Re-elect Andrew Coombs as Director	Mgmt	For	For
7	Re-elect Joanne Kenrick as Director	Mgmt	For	For
8	Re-elect Daniel Kitchen as Director	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 40% of the board. The board chairman serves as a member of the Remuneration Committee. The board chairman serves as a member of the Nomination Committee.</i>				
9	Re-elect James Pegg as Director	Mgmt	For	For
10	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
11	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
12	Approve Dividend	Mgmt	For	For
13	Approve Remuneration Policy	Mgmt	For	For
14	Approve the Implementation Report on the Remuneration Policy	Mgmt	For	For
15	Approve Scrip Dividend	Mgmt	For	For

Sirius Real Estate Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
16	Authorise Issue of Equity	Mgmt	For	For
17	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
18	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
19	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For

Skyline Champion Corporation

Meeting Date: 07/27/2023

Country: USA

Ticker: SKY

Meeting Type: Annual

Primary ISIN: US8308301055

Primary SEDOL: 2814005

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Keith Anderson	Mgmt	For	Withhold
<i>Voter Rationale: The nominee is a former executive and considered to be non-independent. The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>				
1.2	Elect Director Michael Berman	Mgmt	For	For
1.3	Elect Director Eddie Capel	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.4	Elect Director Michael Kaufman	Mgmt	For	For
<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. Given the recent updates to the board, we will keep this matter under review. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.5	Elect Director Tawn Kelley	Mgmt	For	For
1.6	Elect Director Erin Mulligan Nelson	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.7	Elect Director Nikul Patel	Mgmt	For	For
<i>Voter Rationale: Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i>				
1.8	Elect Director Gary Robinette	Mgmt	For	For
1.9	Elect Director Mark Yost	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				

Skyline Champion Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i></p>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<p><i>Voter Rationale: We support an annual say on pay frequency.</i></p>				

Snowflake Inc.

Meeting Date: 07/05/2023	Country: USA	Ticker: SNOW
	Meeting Type: Annual	
		Primary ISIN: US8334451098
		Primary SEDOL: BN134B7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Teresa Briggs	Mgmt	For	Withhold
<p><i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders' rights and should be subject to shareholder approval. Specifically, the board failed to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights.</i></p>				
1b	Elect Director Jeremy Burton	Mgmt	For	Withhold
<p><i>Voter Rationale: Changes in company bylaws or articles of incorporation should not erode shareholders' rights and should be subject to shareholder approval. Specifically, the board failed to remove, or subject to a sunset requirement, the supermajority vote requirement to enact certain changes to the governing documents and the classified board, each of which adversely impacts shareholder rights.</i></p>				
1c	Elect Director Mark D. McLaughlin	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

SOSiLA Logistics REIT, Inc.

Meeting Date: 08/30/2023	Country: Japan	Ticker: 2979
	Meeting Type: Special	
		Primary ISIN: JP3048960003
		Primary SEDOL: BG0WNL9

SOSiLA Logistics REIT, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Disclose Unitholder Meeting Materials on Internet	Mgmt	For	For
2	Elect Executive Director Kusunoki, Hiroyuki	Mgmt	For	For
3	Elect Alternate Executive Director Sato, Tomoaki	Mgmt	For	For
4.1	Elect Supervisory Director Doba, Manabu	Mgmt	For	For
4.2	Elect Supervisory Director Midorikawa, Yoshie	Mgmt	For	For
5.1	Elect Alternate Supervisory Director Oyama, Taro	Mgmt	For	For
5.2	Elect Alternate Supervisory Director Tokoro, Yuto	Mgmt	For	For

Spectrum Brands Holdings, Inc.

Meeting Date: 08/08/2023

Country: USA

Ticker: SPB

Meeting Type: Annual

Primary ISIN: US84790A1051

Primary SEDOL: BDRYFB1

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Sherianne James	Mgmt	For	For
1.2	Elect Director Leslie L. Campbell	Mgmt	For	For
1.3	Elect Director Joan Chow	Mgmt	For	For
1.4	Elect Director Gautam Patel	Mgmt	For	For
1.5	Elect Director Hugh R. Rovit	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Variable remuneration should not contain a significant overlap of metrics.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
5	Amend Omnibus Stock Plan	Mgmt	For	For
<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Variable remuneration should not contain a significant overlap of metrics.</i>				

StepStone Group Inc.

Meeting Date: 09/13/2023

Country: USA

Ticker: STEP

Meeting Type: Annual

Primary ISIN: US85914M1071

Primary SEDOL: BLFDXF6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Scott W. Hart	Mgmt	For	Withhold
<p><i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board. An executive sits on the Remuneration Committee, which we expect to be independent, as non-independent directors could hamper the committees impartiality and effectiveness. We are holding this director accountable. The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. Companies should establish and disclose a policy on hedging of company stock by executives. Hedging activity by executives should be prohibited as it potentially severs management alignment with shareholder interest.</i></p>				
1.2	Elect Director David F. Hoffmeister	Mgmt	For	For
1.3	Elect Director Anne L. Raymond	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	Against
<p><i>Voter Rationale: Auditors should undertake non-audit work in exceptional circumstances only. Any non-audit fees paid to the auditor should be clearly disclosed, justified and not exceed audit fees. Large non-audit fees could compromise objectivity of the audit. Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice. The company should put in place a procedure which would enable it, should it identify any facts of manipulation of reported indicators or other bad faith actions on the part of any of its executive directors and other key managers which were detrimental to the long-term interests of its shareholders, to ensure that any funds wrongfully obtained in such manner are repaid to it.</i></p>				
4	Approve Nonqualified Employee Stock Purchase Plan	Mgmt	For	For

STERIS plc

Meeting Date: 07/27/2023

Country: Ireland

Ticker: STE

Meeting Type: Annual

Primary ISIN: IE00BFY8C754

Primary SEDOL: BFY8C75

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Esther M. Alegria	Mgmt	For	For
1b	Elect Director Richard C. Breeden	Mgmt	For	Against
<p><i>Voter Rationale: The nominee serves as Audit Committee Chair and has long tenure. Long tenured directors could lack independence from the company and we expect key committee Chairs to be independent.</i></p>				
1c	Elect Director Daniel A. Carestio	Mgmt	For	For

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1d	Elect Director Cynthia L. Feldmann	Mgmt	For	Against
<i>Voter Rationale: The nominee serves as Nominating Committee Chair and has long tenure. Long tenured directors could lack independence from the company and we expect key committee Chairs to be independent. Company fails to meet our Net Zero Model expectations. In particular, we note the company has failed to set reduction targets. Climate change presents an ongoing and serious long-term risk that can impact shareholder value. Companies should improve their public disclosure and strategy setting in relation to climate change.</i>				
1e	Elect Director Christopher S. Holland	Mgmt	For	For
1f	Elect Director Jacqueline B. Kosecoff	Mgmt	For	Against
<i>Voter Rationale: The nominee serves as Remuneration Committee Chair and has long tenure. Long tenured directors could lack independence from the company and we expect key committee Chairs to be independent.</i>				
1g	Elect Director Paul E. Martin	Mgmt	For	For
1h	Elect Director Nirav R. Shah	Mgmt	For	For
1i	Elect Director Mohsen M. Sohi	Mgmt	For	For
1j	Elect Director Richard M. Steeves	Mgmt	For	Against
<i>Voter Rationale: The nominee is a former executive and considered to be non-independent. The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Appoint Ernst & Young Chartered Accountants as Irish Statutory Auditor	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
4	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
5	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant.</i>				
6	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
7	Renew the Board's Authority to Issue Shares Under Irish Law	Mgmt	For	For
8	Renew the Board's Authority to Opt-Out of Statutory Pre-emption Rights Under Irish Law	Mgmt	For	For

StoneX Group Inc.
Meeting Date: 08/10/2023

Country: USA

Ticker: SNEX

Meeting Type: Special

Primary ISIN: US8618961085

Primary SEDOL: BMQ8XV3

StoneX Group Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Increase Authorized Common Stock	Mgmt	For	For
<i>Voter Rationale: Management and the board have historically proven to be effective stewards of capital.</i>				
2	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				

Suncorp Group Limited

Meeting Date: 09/26/2023

Country: Australia

Ticker: SUN

Meeting Type: Annual

Primary ISIN: AU000000SUN6

Primary SEDOL: 6585084

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. The remuneration report does not articulate how executives performed against historic performance targets. The board should articulate how bonus payments reflect prior year performance, as well as outlining forward-looking targets that underpin long-term incentive plans. The long-term incentive plan is linked to a single performance target. Companies should base vesting levels on multiple performance criteria that reflect both absolute and relative financial metrics rather than a single performance criterion, and should stagger vesting to reward progressively better performance</i>				
2	Approve Grant of Performance Rights to Steven Johnston	Mgmt	For	For
3a	Elect Elmer Funke Kupper as Director	Mgmt	For	For
3b	Elect Simon Machell as Director	Mgmt	For	For

Swedish Orphan Biovitrum AB

Meeting Date: 08/15/2023

Country: Sweden

Ticker: SOBI

Meeting Type: Extraordinary Shareholders

Primary ISIN: SE0000872095

Primary SEDOL: B1CC9H0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Open Meeting	Mgmt		
2	Elect Chairman of Meeting	Mgmt	For	For
3	Prepare and Approve List of Shareholders	Mgmt	For	For
4	Approve Agenda of Meeting	Mgmt	For	For

Swedish Orphan Biovitrum AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Designate Inspector(s) of Minutes of Meeting	Mgmt		
6	Acknowledge Proper Convening of Meeting	Mgmt	For	For
7	Approve Creation of SEK 6 Billion Pool of Capital with Preemptive Rights	Mgmt	For	For
8	Approve Equity Plan Financing	Mgmt	For	For
9	Close Meeting	Mgmt		

Swire Pacific Limited

Meeting Date: 08/30/2023

Country: Hong Kong

Ticker: 19

Meeting Type: Extraordinary Shareholders

Primary ISIN: HK0019000162

Primary SEDOL: 6867748

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Share Purchase Agreement and Related Transactions	Mgmt	For	For

Syneos Health, Inc.

Meeting Date: 08/02/2023

Country: USA

Ticker: SYNH

Meeting Type: Special

Primary ISIN: US87166B1026

Primary SEDOL: BFMZ4V6

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

Syrah Resources Limited

Meeting Date: 07/28/2023

Country: Australia

Ticker: SYR

Meeting Type: Special

Primary ISIN: AU000000SYR9

Primary SEDOL: B23HV20

Syrah Resources Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Ratify Past Issuance of Series 4 Convertible Note to AustralianSuper Pty Ltd	Mgmt	For	For
2	Approve Issuance of the Series 5 and/or Series 6 Convertible Notes to AustralianSuper Pty Ltd	Mgmt	For	For
3	Approve Acquisition of Relevant Interest in Shares by AustralianSuper Pty Ltd on Conversion of the Series 1 and Series 3 Convertible Notes	Mgmt	For	For
4	Approve Acquisition of Relevant Interest in Shares by AustralianSuper Pty Ltd on Conversion of the Series 4 Convertible Note	Mgmt	For	For
5	Approve Acquisition of Relevant Interest in Shares by AustralianSuper Pty Ltd on Conversion of the Series 5 and Series 6 Convertible Notes	Mgmt	For	For

Take-Two Interactive Software, Inc.

Meeting Date: 09/21/2023

Country: USA

Ticker: TTWO

Meeting Type: Annual

Primary ISIN: US8740541094

Primary SEDOL: 2122117

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Strauss Zelnick	Mgmt	For	For
1b	Elect Director Michael Dornemann	Mgmt	For	For
1c	Elect Director J Moses	Mgmt	For	For
1d	Elect Director Michael Sheresky	Mgmt	For	For
1e	Elect Director LaVerne Srinivasan	Mgmt	For	For
1f	Elect Director Susan Tolson	Mgmt	For	For
1g	Elect Director Paul Viera	Mgmt	For	For
1h	Elect Director Roland Hernandez	Mgmt	For	For
1i	Elect Director William "Bing" Gordon	Mgmt	For	For
1j	Elect Director Ellen Siminoff	Mgmt	For	For

Take-Two Interactive Software, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<p><i>Voter Rationale: The company maintains a unique compensation structure that pays executives through an external manager under a management services agreement. While some concerns remain around these compensation practices, including the high level of potential compensation and use of one off grants, the company has made several positive changes in the year under review in response to shareholder feedback. We will continue to monitor pay practices at the company and will support the proposal at this time.</i></p>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<p><i>Voter Rationale: We support an annual say on pay frequency.</i></p>				
4	Amend Omnibus Stock Plan	Mgmt	For	For
<p><i>Voter Rationale: While we note that dilution associated with this plan is higher than we'd prefer, the plan is broad-based and is a key tool for recruitment and retention purposes across the entire business.</i></p>				
5	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<p><i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i></p>				

Tate & Lyle Plc

Meeting Date: 07/27/2023

Country: United Kingdom

Ticker: TATE

Meeting Type: Annual

Primary ISIN: GB00BP92CJ43

Primary SEDOL: BP92CJ4

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Policy	Mgmt	For	For
3	Approve Remuneration Report	Mgmt	For	For
4	Approve Final Dividend	Mgmt	For	For
5	Re-elect Gerry Murphy as Director	Mgmt	For	For
<p><i>Voter Rationale: The board chairman serves as a member of the Nomination Committee.</i></p>				
6	Re-elect Nick Hampton as Director	Mgmt	For	For
7	Re-elect Dawn Allen as Director	Mgmt	For	For
8	Re-elect John Cheung as Director	Mgmt	For	For
<p><i>Voter Rationale: The policy raises concern that the director is considered overboarded as they have 2 director roles and an executive role (non-director). The concern is that they are unable to fulfill their duties to the board in times of pressure. Given the shareholding in the company if there are concerns an engagement should be had. A vote FOR is warranted.</i></p>				
9	Re-elect Patricia Corsi as Director	Mgmt	For	For
10	Re-elect Isabelle Esser as Director	Mgmt	For	For
11	Re-elect Lars Frederiksen as Director	Mgmt	For	For
12	Re-elect Kimberly Nelson as Director	Mgmt	For	For

Tate & Lyle Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
13	Re-elect Sybella Stanley as Director	Mgmt	For	For
	<i>Voter Rationale: The policy raises concern that the director is considered overboarded as they have 2 director role and an executive role (non-director). The concern is that they are unable to fulfill their duties to the board in times of pressure. Given the shareholding in the company if there are concerns an engagement should be had. A vote FOR is warranted.</i>			
14	Re-elect Warren Tucker as Director	Mgmt	For	For
15	Reappoint Ernst & Young LLP as Auditors	Mgmt	For	For
16	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
17	Authorise UK Political Donations and Expenditure	Mgmt	For	For
18	Authorise Issue of Equity	Mgmt	For	For
19	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
20	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
21	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
22	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

TechnoPro Holdings, Inc.

Meeting Date: 09/28/2023

Country: Japan

Ticker: 6028

Meeting Type: Annual

Primary ISIN: JP3545240008

Primary SEDOL: BSM8SQ9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 50	Mgmt	For	For
2.1	Elect Director Yagi, Takeshi	Mgmt	For	For
2.2	Elect Director Shimaoka, Gaku	Mgmt	For	For
2.3	Elect Director Asai, Koichiro	Mgmt	For	For
2.4	Elect Director Hagiwara, Toshihiro	Mgmt	For	For
2.5	Elect Director Takao, Mitsutoshi	Mgmt	For	For
2.6	Elect Director Yamada, Kazuhiko	Mgmt	For	For
2.7	Elect Director Sakamoto, Harumi	Mgmt	For	For
2.8	Elect Director Takase, Shoko	Mgmt	For	For
3	Elect Director and Audit Committee Member Deguchi, Masatoshi	Mgmt	For	For

TEGNA Inc.

Meeting Date: 08/17/2023

Country: USA

Ticker: TGNA

Meeting Type: Annual

Primary ISIN: US87901J1051

Primary SEDOL: BZ0P3Z5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Gina L. Bianchini	Mgmt	For	For
1.2	Elect Director Howard D. Elias	Mgmt	For	For
1.3	Elect Director Stuart J. Epstein	Mgmt	For	For
1.4	Elect Director Karen H. Grimes	Mgmt	For	For
1.5	Elect Director David T. Lougee	Mgmt	For	For
1.6	Elect Director Scott K. McCune	Mgmt	For	Against

Voter Rationale: The nominee serves as Remuneration Committee Chair and has long tenure. Long tenured directors could lack independence from the company and we expect key committee Chairs to be independent.

1.7	Elect Director Henry W. McGee	Mgmt	For	For
1.8	Elect Director Neal Shapiro	Mgmt	For	For
1.9	Elect Director Melinda C. Witmer	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against

Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.

4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
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Voter Rationale: We support an annual say on pay frequency.

5	Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	For
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Voter Rationale: Companies should request approval of compensation policies covering severance packages and signing bonuses from shareholders. The prospect of separating the voting rights of a merger or acquisition from the compensation packages associate with it is welcome.

The British Land Co. Plc

Meeting Date: 07/11/2023

Country: United Kingdom

Ticker: BLND

Meeting Type: Annual

Primary ISIN: GB0001367019

Primary SEDOL: 0136701

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Report	Mgmt	For	For
3	Approve Final Dividend	Mgmt	For	For
4	Re-elect Mark Aedy as Director	Mgmt	For	For
5	Re-elect Simon Carter as Director	Mgmt	For	For
6	Re-elect Lynn Gladden as Director	Mgmt	For	For
7	Re-elect Irvinder Goodhew as Director	Mgmt	For	For
8	Re-elect Alastair Hughes as Director	Mgmt	For	For
9	Re-elect Bhavesh Mistry as Director	Mgmt	For	For
10	Re-elect Preben Prebensen as Director	Mgmt	For	For
11	Re-elect Tim Score as Director	Mgmt	For	For
12	Re-elect Laura Wade-Gery as Director	Mgmt	For	For
13	Re-elect Loraine Woodhouse as Director	Mgmt	For	For
14	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
15	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
16	Authorise UK Political Donations and Expenditure	Mgmt	For	For
17	Authorise Issue of Equity	Mgmt	For	For
18	Approve Savings-Related Share Option Scheme	Mgmt	For	For
19	Approve Long-Term Incentive Plan	Mgmt	For	For
20	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
21	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
22	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
23	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

The Foschini Group Ltd.

Meeting Date: 09/07/2023

Country: South Africa

Ticker: TFG

Meeting Type: Annual

Primary ISIN: ZAE000148466

Primary SEDOL: 6349688

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Resolutions	Mgmt		
1	Accept Financial Statements and Statutory Reports for the Year Ended 31 March 2023	Mgmt	For	For
2	Reappoint Deloitte & Touche as Auditors with J H W de Kock as the Designated Partner	Mgmt	For	For
3	Re-elect Ronnie Stein as Director	Mgmt	For	Against
<i>Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity. The nomination committee should be majority independent and this directors membership could hamper the committees impartiality and effectiveness.</i>				
4	Re-elect Nomahlubi Simamane as Director	Mgmt	For	Against
<i>Voter Rationale: For widely held companies, the board should include at least 50% independent non-executive directors to ensure appropriate balance of independence and objectivity.</i>				
5	Re-elect David Friedland as Director	Mgmt	For	For
6	Elect Jan Potgieter as Director	Mgmt	For	For
7	Re-elect Eddy Oblovitz as Member of the Audit Committee	Mgmt	For	For
8	Re-elect Tumi Makgabo-Fiskerstrand as Member of the Audit Committee	Mgmt	For	For
9	Re-elect Graham Davin as Member of the Audit Committee	Mgmt	For	For
10	Re-elect Nomahlubi Simamane as Member of the Audit Committee	Mgmt	For	Against
<i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>				
11	Re-elect David Friedland as Member of the Audit Committee	Mgmt	For	For
12	Elect Jan Potgieter as Member of the Audit Committee	Mgmt	For	For
13	Approve Remuneration Policy	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant.</i>				
14	Approve Remuneration Implementation Report	Mgmt	For	Against
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant.</i>				
	Special Resolutions	Mgmt		
1	Approve Remuneration of Non-Executive Directors	Mgmt	For	For

The Foschini Group Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Financial Assistance in Terms of Sections 44 and 45 of the Companies Act	Mgmt	For	For
3	Authorise Repurchase of Issued Share Capital	Mgmt	For	For
	Continuation of Ordinary Resolutions	Mgmt		
15	Authorise Ratification of Approved Resolutions	Mgmt	For	For

The Hour Glass Limited

Meeting Date: 07/25/2023

Country: Singapore

Ticker: AGS

Meeting Type: Annual

Primary ISIN: SG1AE9000009

Primary SEDOL: BSNM5D6

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
	<i>Voter Rationale: Companies should develop and disclose a policy aimed at encouraging greater diversity, including gender, at the board and executive management levels, and throughout the organisation.</i>			
2	Approve Final Dividend	Mgmt	For	For
3a	Elect Christine Bullitt Pillsbury as Director	Mgmt	For	For
3bi	Elect Michael Tay Wee Jin as Director	Mgmt	For	For
3bii	Elect Kuah Boon Wee as Director	Mgmt	For	Against
	<i>Voter Rationale: The audit committee should be fully independent and this director's membership could hamper the committee's impartiality and effectiveness. Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>			
3biii	Elect Jeffry Lee Yu Chern as Director	Mgmt	For	For
4	Approve Directors' Fees	Mgmt	For	For
5	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
6	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	Against
	<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>			
7	Authorize Share Repurchase Program	Mgmt	For	For

The J. M. Smucker Company

Meeting Date: 08/16/2023

Country: USA

Ticker: SJM

Meeting Type: Annual

Primary ISIN: US8326964058

Primary SEDOL: 2951452

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mercedes Abramo	Mgmt	For	For
1b	Elect Director Tarang P. Amin	Mgmt	For	For
1c	Elect Director Susan E. Chapman-Hughes	Mgmt	For	For
1d	Elect Director Jay L. Henderson	Mgmt	For	For
1e	Elect Director Jonathan E. Johnson, III	Mgmt	For	For
1f	Elect Director Kirk L. Perry	Mgmt	For	For
1g	Elect Director Alex Shumate	Mgmt	For	For
1h	Elect Director Mark T. Smucker	Mgmt	For	For
1i	Elect Director Jodi L. Taylor	Mgmt	For	For
1j	Elect Director Dawn C. Willoughby	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				

The Necessity Retail REIT, Inc.

Meeting Date: 09/08/2023

Country: USA

Ticker: RTL

Meeting Type: Special

Primary ISIN: US02607T1097

Primary SEDOL: BD6NYB2

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

The Necessity Retail REIT, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Adjourn Meeting	Mgmt	For	For

Theme International Holdings Limited

Meeting Date: 07/28/2023	Country: Bermuda	Ticker: 990
	Meeting Type: Special	Primary ISIN: BMG8800F1876
		Primary SEDOL: 6889496

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Call Option Agreement and Related Transactions	Mgmt	For	For

Transcat, Inc.

Meeting Date: 09/06/2023	Country: USA	Ticker: TRNS
	Meeting Type: Annual	Primary ISIN: US8935291075
		Primary SEDOL: 2901714

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Christopher P. Gillette	Mgmt	For	For
1.2	Elect Director Gary J. Haseley	Mgmt	For	For
1.3	Elect Director Mbago M. Kaniki	Mgmt	For	Withhold
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. A larger percentage of the equity awards should be tied to performance conditions. At least 50% is a minimum good practice.</i>			
3	Ratify Freed Maxick CPAs, P.C. as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies who have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>			

Triton International Limited

Meeting Date: 08/24/2023	Country: Bermuda	Ticker: TRTN
	Meeting Type: Special	Primary ISIN: BMG9078F1077
		Primary SEDOL: BDBBB21

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

Triumph Group, Inc.

Meeting Date: 07/20/2023	Country: USA	Ticker: TGI
	Meeting Type: Annual	
	Primary ISIN: US8968181011	Primary SEDOL: 2893071

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Patrick E. Allen	Mgmt	For	For
1b	Elect Director Paul Bourgon	Mgmt	For	For
1c	Elect Director Daniel J. Crowley	Mgmt	For	For
1d	Elect Director Cynthia M. Egnotovich	Mgmt	For	For
1e	Elect Director Daniel P. Garton	Mgmt	For	For
1f	Elect Director Barbara W. Humpton	Mgmt	For	Against
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time.</i>				
1g	Elect Director Neal J. Keating	Mgmt	For	For
1h	Elect Director Courtney R. Mather	Mgmt	For	For
1i	Elect Director Colleen C. Repplier	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
<i>Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i>				
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
<i>Voter Rationale: We support an annual say on pay frequency.</i>				
5	Increase Authorized Common Stock	Mgmt	For	For
6	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	Mgmt	For	For

Triumph Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Amend Omnibus Stock Plan	Mgmt	For	For
<p><i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i></p>				
8	Amend Non-Employee Director Omnibus Stock Plan	Mgmt	For	For
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable.</i></p>				
9	Require Independent Board Chairman	SH	Against	For
<p><i>Voter Rationale: Appointing a fully independent chairman creates a balance of power that is more conducive to long-term performance. A board headed by management cannot reasonably provide the best oversight and evaluation of management's performance.</i></p>				

TSURUHA Holdings, Inc.

Meeting Date: 08/10/2023	Country: Japan	Ticker: 3391
	Meeting Type: Annual	
	Primary ISIN: JP3536150000	Primary SEDOL: B0MKZ5

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Tsuruha, Tatsuru	Mgmt	For	For
1.2	Elect Director Tsuruha, Jun	Mgmt	For	For
1.3	Elect Director Ogawa, Hisaya	Mgmt	For	For
1.4	Elect Director Murakami, Shoichi	Mgmt	For	For
1.5	Elect Director Yahata, Masahiro	Mgmt	For	For
1.6	Elect Director Tanaka, Wakana	Mgmt	For	For
1.7	Elect Director Okuno, Hiroshi	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Ofune, Masahiro	Mgmt	For	Against
<p><i>Voter Rationale: Execution of the company's stated Medium-Term Management Plan may be aided by the addition of an independent outside director. Greater board and audit committee independence will improve corporate governance and provide more effective oversight, both of which appear needed. As such, we will vote against the appointment of Masahiro Ofune, an executive that chairs the audit committee, and support Motohiko Nakamura, whose qualifications are relevant to the company's strategy execution.</i></p>				
2.2	Elect Director and Audit Committee Member Sato, Harumi	Mgmt	For	For
2.3	Elect Director and Audit Committee Member Okazaki, Takuya	Mgmt	For	For
3.1	Appoint Shareholder Director and Audit Committee Member Nominee Gohara, Nobuo	SH	Against	Against

TSURUHA Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.2	Appoint Shareholder Director and Audit Committee Member Nominee Nakamura, Motohiko	SH	Against	For
<p><i>Voter Rationale: Execution of the company's stated Medium-Term Management Plan may be aided by the addition of an independent outside director. Greater board and audit committee independence will improve corporate governance and provide more effective oversight, both of which appear needed. As such, we will vote against the appointment of Masahiro Ofune, an executive that chairs the audit committee, and support Motohiko Nakamura, whose qualifications are relevant to the company's strategy execution.</i></p>				
3.3	Appoint Shareholder Director and Audit Committee Member Nominee Nakahata, Yuko	SH	Against	Against
4.1	Appoint Shareholder Director Nominee Tamagami, Muneto	SH	Against	Against
4.2	Appoint Shareholder Director Nominee Ikeda, Akiko	SH	Against	Against
5	Remove Incumbent Director and Audit Committee Member Fujii, Fumiyo	SH	Against	Against
6	Approve Compensation for Outside Directors Who Are Not Audit Committee Members	SH	Against	Against
7	Approve Compensation for Outside Directors Who Are Audit Committee Members	SH	Against	Against
8	Amend Restricted Stock Plan	SH	Against	Against
9	Amend Restricted Stock Plan	SH	Against	Against
10	Amend Articles to Abolish Company Chairperson and Company Vice Chairperson Posts	SH	Against	Against
11	Amend Articles to Separate Chairperson of the Board and CEO, and Appoint Outside Director as Board Chairperson	SH	Against	For

Voter Rationale: An outside director as chair of the board may be able to provide more effective oversight.

ULVAC, Inc.

Meeting Date: 09/28/2023

Country: Japan

Ticker: 6728

Meeting Type: Annual

Primary ISIN: JP3126190002

Primary SEDOL: 6599483

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 109	Mgmt	For	For
2.1	Elect Director Iwashita, Setsuo	Mgmt	For	For
2.2	Elect Director Choong Ryul Paik	Mgmt	For	For
2.3	Elect Director Nishi, Hiroyuki	Mgmt	For	For

ULVAC, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.4	Elect Director Uchida, Norio	Mgmt	For	For
2.5	Elect Director Ishida, Kozo	Mgmt	For	For
2.6	Elect Director Nakajima, Yoshimi	Mgmt	For	For
3.1	Appoint Statutory Auditor Morijiri, Yuji	Mgmt	For	Against
<i>Voter Rationale: The Kansayaku statutory auditor board should be three-fourths independent and work closely with the independent directors to ensure a robust system of oversight and internal control.</i>				
3.2	Appoint Statutory Auditor Honda, Soya	Mgmt	For	For
4	Appoint Alternate Statutory Auditor Nonaka, Takao	Mgmt	For	For

United Urban Investment Corp.

Meeting Date: 08/29/2023

Country: Japan

Ticker: 8960

Meeting Type: Special

Primary ISIN: JP3045540006

Primary SEDOL: 6723839

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Disclose Unitholder Meeting Materials on Internet	Mgmt	For	For
2	Elect Executive Director Asatani, Kemmin	Mgmt	For	For
3	Elect Alternate Executive Director Batai, Junichi	Mgmt	For	For
4.1	Elect Supervisory Director Okamura, Kenichiro	Mgmt	For	For
4.2	Elect Supervisory Director Sekine, Kumiko	Mgmt	For	For
5	Elect Alternate Supervisory Director Shimizu, Fumi	Mgmt	For	For

Urban Logistics REIT PLC

Meeting Date: 07/18/2023

Country: United Kingdom

Ticker: SHED

Meeting Type: Annual

Primary ISIN: GB00BYV8MN78

Primary SEDOL: BYV8MN7

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Report	Mgmt	For	For

Urban Logistics REIT PLC

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Re-elect Nigel Rich as Director	Mgmt	For	For
4	Re-elect Bruce Anderson as Director	Mgmt	For	For
5	Re-elect Richard Moffitt as Director	Mgmt	For	For
6	Re-elect Heather Hancock as Director	Mgmt	For	For
7	Elect Lynda Heywood as Director	Mgmt	For	For
8	Reappoint RSM UK Audit LLP as Auditors	Mgmt	For	For
9	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
10	Approve Company's Dividend Policy	Mgmt	For	For
11	Authorise Issue of Equity	Mgmt	For	For
12	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
13	Authorise Issue of Equity without Pre-emptive Rights (Additional Authority)	Mgmt	For	For
14	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
15	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

Urstadt Biddle Properties Inc.

Meeting Date: 08/16/2023

Country: USA

Ticker: UBA

Meeting Type: Special

Primary ISIN: US9172862057

Primary SEDOL: 2256522

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Merger Agreement	Mgmt	For	For
2	Advisory Vote on Golden Parachutes	Mgmt	For	Against
<p><i>Voter Rationale: A vote AGAINST this proposal is warranted. Although cash severance is double trigger, the severance basis includes the value of executives' most recent annual equity awards and is therefore considered excessive. Moreover, outstanding equity awards for non-CEO NEOs will automatically accelerate upon closing.</i></p>				
3	Adjourn Meeting	Mgmt	For	For

Veru Inc.

Meeting Date: 07/24/2023

Country: USA

Ticker: VERU

Meeting Type: Special

Primary ISIN: US92536C1036

Primary SEDOL: BDFBQ66

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Increase Authorized Common Stock	Mgmt	For	For
2	Adjourn Meeting	Mgmt	For	For

VF Corporation

Meeting Date: 07/25/2023 **Country:** USA **Ticker:** VFC
Meeting Type: Annual
Primary ISIN: US9182041080 **Primary SEDOL:** 2928683

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Richard T. Carucci	Mgmt	For	For
1b	Elect Director Alex Cho	Mgmt	For	For
1c	Elect Director Juliana L. Chugg	Mgmt	For	For
1d	Elect Director Benno Dorer	Mgmt	For	For
1e	Elect Director Mark S. Hoplamazian	Mgmt	For	For
1f	Elect Director Laura W. Lang	Mgmt	For	For
1g	Elect Director W. Rodney McMullen	Mgmt	For	For
1h	Elect Director Clarence Otis, Jr.	Mgmt	For	For
1i	Elect Director Carol L. Roberts	Mgmt	For	For
1j	Elect Director Matthew J. Shattock	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Voter Rationale: Retention or recruitment awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. All exceptional awards should be clearly linked to performance and demonstrate shareholder value creation in addition to and above that expected of directors as a normal part of their jobs.

3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
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Voter Rationale: We support an annual say on pay frequency.

4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
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Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.

ViaSat, Inc.

Meeting Date: 09/07/2023

Country: USA

Ticker: VSAT

Meeting Type: Annual

Primary ISIN: US92552V1008

Primary SEDOL: 2946243

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mark Dankberg	Mgmt	For	For
	<i>Voter Rationale: The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 27% of the board.</i>			
1b	Elect Director Rajeev Suri	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
	<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	<i>Voter Rationale: Severance payments should not exceed two years pay. Larger severance packages should be subject to a separate shareholder approval. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>			
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
	<i>Voter Rationale: We support an annual say on pay frequency.</i>			
5	Amend Omnibus Stock Plan	Mgmt	For	Against
	<i>Voter Rationale: On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control. Incentive plan features that allow for loans to exercise options are inconsistent with good practice and should be eliminated. This plan could lead to excessive dilution. Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable. The remuneration committee should not allow vesting of incentive awards for substantially below median performance.</i>			
6	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For

Vitasoy International Holdings Limited

Meeting Date: 08/28/2023

Country: Hong Kong

Ticker: 345

Meeting Type: Annual

Primary ISIN: HK0345001611

Primary SEDOL: 6927590

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Final Dividend	Mgmt	For	For
3A1	Elect Roy Chi-ping Chung as Director	Mgmt	For	For
	<i>Voter Rationale: The board should appoint a Lead Independent Director to establish appropriate checks and balances on the Board, support the Chairman, ensure orderly succession process for the Chairman, and act as a point of contact for shareholders, non-executive directors and senior executives where normal channels of communication through the board Chairman are considered inappropriate.</i>			

Vitasoy International Holdings Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3A2	Elect Yvonne Mo-ling Lo as Director	Mgmt	For	Against
	<i>Voter Rationale: The board should include at least 33% independent directors to ensure appropriate balance of independence and objectivity. For companies without an independent chairman, the board should have at least 50% independent directors. The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>			
3A3	Elect Peter Tak-shing Lo as Director	Mgmt	For	Against
	<i>Voter Rationale: The board should include at least 33% independent directors to ensure appropriate balance of independence and objectivity. For companies without an independent chairman, the board should have at least 50% independent directors. The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>			
3A4	Elect May Lo as Director	Mgmt	For	Against
	<i>Voter Rationale: The board should include at least 33% independent directors to ensure appropriate balance of independence and objectivity. For companies without an independent chairman, the board should have at least 50% independent directors. The remuneration committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness. The nomination committee should be independent and this director's membership could hamper the committee's impartiality and effectiveness.</i>			
3A5	Elect Eugene Lye as Director	Mgmt	For	For
	<i>Voter Rationale: The board should include at least 33% independent directors to ensure appropriate balance of independence and objectivity. For companies without an independent chairman, the board should have at least 50% independent directors.</i>			
3B	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
4	Approve KPMG as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
5A	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>			
5B	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
5C	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	<i>Voter Rationale: Any increase in capital of greater than 10% without pre-emption rights should be undertaken in exceptional circumstances only and fully justified by the company.</i>			
5D	Amend Share Award Scheme	Mgmt	For	Against
	<i>Voter Rationale: This plan could lead to excessive dilution. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i>			
5E	Amend Share Option Scheme	Mgmt	For	Against
	<i>Voter Rationale: This plan could lead to excessive dilution. Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Share options should not be granted to non-executive directors as this may compromise their independence and ability to hold management accountable.</i>			
6	Amend Articles of Association and Adopt Amended and Restated Articles of Association	Mgmt	For	For

VMware, Inc.

Meeting Date: 07/13/2023

Country: USA

Ticker: VMW

Meeting Type: Annual

Primary ISIN: US9285634021

Primary SEDOL: B23SN61

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Anthony Bates	Mgmt	For	For
1b	Elect Director Michael Dell	Mgmt	For	For
<i>Voter Rationale: Nominees who also serve as executive officers at publicly listed companies are expected to hold no more than one external directorship to ensure they have sufficient time and energy to discharge their roles properly, particularly during unexpected company situations requiring substantial amounts of time. We note that with the pending merger with Broadcom, our time concerns are mitigated.</i>				
1c	Elect Director Egon Durban	Mgmt	For	For
<i>Voter Rationale: Directors are expected to hold only a small number of directorships and ensure they have sufficient time and energy to discharge their role properly, particularly during unexpected company situations requiring substantial amounts of time. We note that with the pending merger with Broadcom, our time concerns are mitigated.</i>				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
<i>Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i>				
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a long period of time should consider a plan or tender process for bringing in a new auditing firm, ideally every 10 years.</i>				

Vodafone Group Plc

Meeting Date: 07/25/2023

Country: United Kingdom

Ticker: VOD

Meeting Type: Annual

Primary ISIN: GB00BH4HKS39

Primary SEDOL: BH4HKS3

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Re-elect Jean-Francois van Boxmeer as Director	Mgmt	For	For
<i>Voter Rationale: The board chairman serves as a member of the Nomination Committee.</i>				
3	Re-elect Margherita Della Valle as Director	Mgmt	For	For
4	Re-elect Stephen Carter as Director	Mgmt	For	For
5	Re-elect Michel Demare as Director	Mgmt	For	For

Vodafone Group Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Re-elect Delphine Ernotte Cunci as Director	Mgmt	For	For
7	Re-elect Deborah Kerr as Director	Mgmt	For	For
8	Re-elect Maria Amparo Moraleda Martinez as Director	Mgmt	For	For
9	Re-elect David Nish as Director	Mgmt	For	For
10	Elect Christine Ramon as Director	Mgmt	For	For
11	Re-elect Simon Segars as Director	Mgmt	For	For
12	Approve Final Dividend	Mgmt	For	For
13	Approve Remuneration Policy	Mgmt	For	For
<p><i>Voter Rationale: The policy raises concern that the under exceptional circumstances, vesting under the LTIP can occur before 3 years. While this is the case under exceptional circumstances the company notes that the awards will retain a performance period of at least 3 years. A vote FOR is warranted.</i></p>				
14	Approve Remuneration Report	Mgmt	For	For
<p><i>Voter Rationale: The policy raises concern that the CEO has yet to build up the required shareholding within the 5 year period. The CEO was appointed to the role in Jan 2023 and received an increase in their base pay and an increase in their required shareholdings. Given the change in base pay and shareholding requirements a vote FOR is warranted.</i></p>				
15	Reappoint Ernst & Young LLP as Auditors	Mgmt	For	For
16	Authorise the Audit and Risk Committee to Fix Remuneration of Auditors	Mgmt	For	For
17	Authorise Issue of Equity	Mgmt	For	For
18	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
19	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
20	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
21	Authorise UK Political Donations and Expenditure	Mgmt	For	For
22	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For
23	Approve Global Incentive Plan	Mgmt	For	For

Webjet Limited

Meeting Date: 08/31/2023

Country: Australia

Ticker: WEB

Meeting Type: Annual

Primary ISIN: AU000000WEB7

Primary SEDOL: 6015815

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Remuneration Report	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. The remuneration report does not articulate how executives performed against historic performance targets. The board should articulate how bonus payments reflect prior year performance, as well as outlining forward-looking targets that underpin long-term incentive plans. Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. Significant salary increases should be linked to material changes in the business or in the role and responsibilities of executive directors. The remuneration report does not articulate how executives performed against historic performance targets. The board should articulate how bonus payments reflect prior year performance, as well as outlining forward-looking targets that underpin long-term incentive plans.</i></p>				
2	Elect Don Clarke as Director	Mgmt	For	For
3	Elect Brad Holman as Director	Mgmt	For	For
4	Elect Katrina Barry as Director	Mgmt	For	For
5	Approve the Increase in Maximum Aggregate Remuneration of Non-Executive Directors	Mgmt	None	For
<p><i>Voter Rationale: Concerns about the excessive increase in the maximum aggregate amount of directors' fees</i></p>				
6	Approve Webjet Long Term Incentive Plan	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time. On early termination, all share-based awards should be time pro-rated and tested for performance, including in the event of a change of control.</i></p>				
7	Approve Grant of Rights to John Guscic	Mgmt	For	Against
<p><i>Voter Rationale: Incentive awards to executives should be clearly disclosed and include robust and stretching performance targets to reward strong performance and drive shareholder value over a sufficiently long period of time.</i></p>				

Wizz Air Holdings Plc

Meeting Date: 08/02/2023

Country: Jersey

Ticker: WIZZ

Meeting Type: Annual

Primary ISIN: JE00BN574F90

Primary SEDOL: BN574F9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
<p><i>Voter Rationale: Shareholder should have the right to approve the implementation of the company's dividend policy.</i></p>				

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Remuneration Report	Mgmt	For	Against
	<i>Voter Rationale: A vote AGAINST the remuneration report is warranted as there are proposing to amend the terms of the VCP after the share price has depreciated materially. They are looking to extend the £100 million plan by 2 years, there are other amendments noted below that also raise concern. The original vote on the VCP received significant dissent and the company has not provided a compelling enough rational for the extension and amendments to the excessive award.</i>			
3	Approve Remuneration Policy	Mgmt	For	Against
	<i>Voter Rationale: A vote AGAINST the remuneration report is warranted as there are proposing to amend the terms of the VCP after the share price has depreciated materially. They are looking to extend the £100 million plan by 2 years, there are other amendments noted below that also raise concern. The original vote on the VCP received significant dissent and the company has not provided a compelling enough rational for the extension and amendments to the excessive award.</i>			
4	Approve Amendments to the Value Creation Plan	Mgmt	For	Against
	<i>Voter Rationale: A vote AGAINST the remuneration report is warranted as there are proposing to amend the terms of the VCP after the share price has depreciated materially. They are looking to extend the £100 million plan by 2 years, there are other amendments noted below that also raise concern. The original vote on the VCP received significant dissent and the company has not provided a compelling enough rational for the extension and amendments to the excessive award.</i>			
5	Approve Amendments to the Omnibus Plan	Mgmt	For	For
6	Re-elect William Franke as Director	Mgmt	For	For
	<i>Voter Rationale: The chair should not remain in post beyond nine years from the date of their first appointment to the board. The board chairman serves as a member of the Nomination Committee. The Company should put in place a policy to increase gender diversity on the board. In developed markets, our minimum expectation is that women should comprise at least 40% of the board. Given the recent updates to the board, we will keep this matter under review.</i>			
7	Re-elect Jozsef Varadi as Director	Mgmt	For	For
8	Re-elect Stephen Johnson as Director	Mgmt	For	For
9	Re-elect Barry Eccleston as Director	Mgmt	For	Against
	<i>Voter Rationale: A vote AGAINST is warranted as the director is chair of the remuneration committee and there are notable issues with the remuneration structure and proposed amendments noted in item</i>			
10	Re-elect Barry Eccleston as Director (Independent Shareholder Vote)	Mgmt	For	Against
	<i>Voter Rationale: A vote AGAINST is warranted as the director is chair of the remuneration committee and there are notable issues with the remuneration structure and proposed amendments noted in item</i>			
11	Re-elect Andrew Broderick as Director	Mgmt	For	For
12	Re-elect Charlotte Pedersen as Director	Mgmt	For	For
13	Re-elect Charlotte Pedersen as Director (Independent Shareholder Vote)	Mgmt	For	For
14	Re-elect Charlotte Andsager as Director	Mgmt	For	For
15	Re-elect Charlotte Andsager as Director (Independent Shareholder Vote)	Mgmt	For	For
16	Re-elect Enrique Dupuy de Lome Chavarri as Director	Mgmt	For	For
17	Re-elect Enrique Dupuy de Lome Chavarri as Director (Independent Shareholder Vote)	Mgmt	For	For
18	Re-elect Anthony Radev as Director	Mgmt	For	For

Wizz Air Holdings Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
19	Re-elect Anthony Radev as Director (Independent Shareholder Vote)	Mgmt	For	For
20	Re-elect Anna Gatti as Director	Mgmt	For	For
21	Re-elect Anna Gatti as Director (Independent Shareholder Vote)	Mgmt	For	For
22	Elect Phit Lian Chong as Director	Mgmt	For	For
23	Elect Phit Lian Chong as Director (Independent Shareholder Vote)	Mgmt	For	For
24	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
<i>Voter Rationale: Companies that have had the same auditor for a period of over 10 years should consider a plan or tender process for bringing in a new auditing firm.</i>				
25	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
26	Authorise Issue of Equity	Mgmt	For	For
27	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
28	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Specified Capital Investment	Mgmt	For	For

Wizz Air Holdings Plc

Meeting Date: 08/02/2023

Country: Jersey

Ticker: WIZZ

Meeting Type: Special

Primary ISIN: JE00BN574F90

Primary SEDOL: BN574F9

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Proposed Purchase Pursuant to the Existing NEO Purchase Agreement, the 2021 NEO Purchase Agreement Amendment and the 2022 NEO Purchase Agreement Amendment	Mgmt	For	For

Xero Limited

Meeting Date: 08/17/2023

Country: New Zealand

Ticker: XRO

Meeting Type: Annual

Primary ISIN: NZXROE0001S2

Primary SEDOL: B8P4LP4

Xero Limited

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Authorize Board to Fix Remuneration of the Auditors	Mgmt	For	For
2	Elect Mark Cross as Director	Mgmt	For	Against
<i>Voter Rationale: We expect say-on-pay resolution to a shareholder vote at the AGM, and we are concerned about the problematic pay practices that the poor disclosure and the lack of meaningful performance hurdles still persist.</i>				
3	Elect Anjali Joshi as Director	Mgmt	For	For
4	Approve Xero Limited USA Incentive Scheme	Mgmt	For	Against
<i>Voter Rationale: Long-term incentive awards should be used to incentivise long-term performance and should not be allowed to vest within 3 years since the date of grant.</i>				
5	Approve the Increase in Non-Executive Directors' Fee Cap	Mgmt	None	For

YA-MAN Ltd.

Meeting Date: 07/27/2023

Country: Japan

Ticker: 6630

Meeting Type: Annual

Primary ISIN: JP3930050004

Primary SEDOL: B4KSB19

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 8.75	Mgmt	For	For
2.1	Elect Director Yamazaki, Kimiyo	Mgmt	For	For
2.2	Elect Director Miyazaki, Masaya	Mgmt	For	For
2.3	Elect Director Toda, Shota	Mgmt	For	For
2.4	Elect Director Takada, Jun	Mgmt	For	For
2.5	Elect Director Ishida, Kazuo	Mgmt	For	For
2.6	Elect Director Kurihara, Takeshi	Mgmt	For	For
2.7	Elect Director Igawa, Saki	Mgmt	For	For
3	Appoint Statutory Auditor Kawamoto, Tomoko	Mgmt	For	For
4	Appoint Alternate Statutory Auditor Nakanishi, Mari	Mgmt	For	For

Contact Us

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